

Astroboy

by

Todd Alcott

EXT. TANNER SQUARE -- DAY

Tanner Square, near the center of town. Shopping district, entertainment hub, teeming, bustling with the spectrum of the populace. We weave through the scene and take in...

...A wealthy matron walks a tiny robot dog. A ROBOT FOOTMAN carries her many packages; he has six arms and a low center of gravity, specially designed for carrying things. The robot dog tangles its leash in the footman's many feet...

...A man in a sharp business suit strides down the street and dictates a letter to a spindly, efficient ROBOT SECRETARY, whose right hand has a special stylus in the finger, and whose left hand is a flat screen to write on...

...A group of SKATEPUNKS in wild flashy clothes tease a friendly, patient ROBOT TRAFFIC COP, who wears white gloves and black riding boots...

...A fussy window-dresser in a department-store window arranges a group of tall, skinny, gorgeous ROBOT MANNEQUINS.

ROBOTS wash windows, drive cabs, build buildings, appear from manholes. Any job that humans might see as dangerous, unpleasant or boring, robots happily perform. Robots, all shapes, sizes and designs, everywhere. They roll on wheels or glide on airjets or walk mechanically on spindly metallic legs. Some look like machines, some look like animals, but all are quite obviously mechanical. None could be confused with a human being.

At the north end of Tanner Square is the TANNER BUILDING, a soaring skyscraper of lithe, graceful design. In the plaza is a STATUE of DR. ROBERT TANNER. The statue shows off Tanner's long, thin nose, explosive hair and jutting beard. DISSOLVE TO...

INT. TANNER BUILDING, AUDITORIUM - DAY

...DR. TANNER HIMSELF, as we see that the statue is not a caricature but a sensitive depiction of an imposing man. Tall and storklike, with the slightly crazed look of a true visionary, Tanner is on stage before a crowd of ROBOT DESIGNERS, gathered into a large, crowded AUDITORIUM. Behind him, a large TABLE, covered by a red silk CANOPY. Proud, commanding, arrogant, Tanner holds his audience in his palm.

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TANNER

Tanner Robotics, this company, my company, is home to the best and the brightest robot designers and engineers on the planet. Your work, under my benevolent dictatorship --

(pause for laugh)

-- have made this company into a paradigm of industrial success.

(then)

Today you will see the awakening of the most brilliant, the most revolutionary machine in history of robotics.

He pulls a cord and the silk canopy FALLS, revealing...a tiny little man-shaped robot, the size of a child's toy.

The little robot waves its tiny hand in greeting and NODS to the assembled crowd in a stiff, robotic fashion.

LITTLE ROBOT

(thin, metallic voice)

Greetings.

The designers LAUGH at the silly-looking thing, but TANNER only grins at their lack of understanding.

TANNER

Please laugh now; you will be too amazed to laugh later. I hand you over to your colleague, my protege, Richard Lamp.

LAMP steps forward: a lantern-jawed, bespectacled, fierce-looking man with a pencil moustache and slicked-back thinning hair. Beads of sweat on his forehead give him a look of lip-gnawing agitation.

Unappreciative of his colleagues sniggers, he GLARES at them. HOLOGRAPHS appear behind him that illustrate his talk with complicated, unreadable engineering diagrams. TANNER stands just behind him, giving a look of overweening paternal pride.

LAMP

Thank you, Dr. Tanner, so much for your, your kind, um -- ahem.

(then, dripping with irony)

Esteemed colleagues. What you will see today is the application of my new invention, the Nanobrain.

He HOLDS UP the Nanobrain. It is relatively large for a computer chip and has a distinctive green SHAPE.

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LAMP (CONT'D)
The Nanobrain --

In his nervousness, he BOBBLES the chip. Tanner effortlessly SWOOPS IN to catch it before it hits the ground. Lamp giggles shakily as Tanner hands it back to him with patronizing ceremony.

EXT. HIGHWAY -- DAY

MEANWHILE, on the highway, THE BOY IN THE AIR-CAR looks out his window across the cityscape. The Anti-Gravity Tower sparkles in the distance.

INT. AUDITORIUM - DAY

MEANWHILE, Lamp recovers from bobbling the valuable chip and continues his presentation to the staff.

LAMP
-- uh, thank you, Dr. Tanner. The Nanobrain uses nanotechnology to enable a robot, in this case our little mechanical man here, to interface with other machines on a molecular level.

A bulky COFFEE MAKER is placed on the table near the little robot. The little robot does not move.

EXT. HIGHWAY - DAY

A ROBOTIC ROAD CREW, under a fat, sweating HUMAN FOREMAN, works with pickaxes by the side of the highway. The FOREMAN, wiping sweat from his brow, STOPS TO WHISTLE AT AN ATTRACTIVE BLOND WHO ZIPS BY in a sporty black air-car. In his moment of distraction he BUMPS INTO ONE OF THE ROBOT CREW, KNOCKING IT OFF-BALANCE. That robot bumps into its neighbor and so on down the line until the last robot FALLS OVER; as it falls it DRIVES ITS PICKAXE INTO THE POWER STRIP BY THE SIDE OF THE ROAD.

The power strip SPARKS and a section of roadway GOES HAYWIRE; the pulsing speed-lights FLUTTER ON AND OFF.

INT. AIR-CAR - CONTINUOUS

The Boy GASPS as he sees, ahead of him, a whole highway full of cars as they CAREEN OUT OF CONTROL.

INT. AUDITORIUM - DAY

MEANWHILE, Lamp continues with his demonstration. He INSERTS THE NANOBRAIN INTO A SLOT IN THE LITTLE ROBOT'S NECK.

LAMP

And now, activation.

He produces a remote control device and hits a BUTTON. Nothing happens. He hits the button again and again --

LAMP (CONT'D)

Um -- it was working this morning --

Tanner, again, glides in, with a condescending smile, reaches over Lamp's shoulder, pushes the button. The remote BEEPS, signalling success. Everyone giggles. Lamp grins nervously: he's bombing like crazy.

But then the EYES of the little robot LIGHT UP. It TURNS to the COFFEE MAKER with a predatory look. Suddenly, its chest WHIPS OPEN: THIN, TINY TENTACLES, seemingly LIQUID in their consistency, SHOOT OUT AND WRAP AROUND THE COFFEE MAKER.

The crowd GASPS. The tiny robot SHUDDERS AND SHAKES, RIPPLES with liquid energy. Lamp's incompetence at public speaking is forgotten. The coffee maker RATTLES AROUND THE TABLE as if trying to escape the clutches of its attacker, and seems to MELT wherever the tentacles strike. The little robot GROWS as it ABSORBS the coffee maker into itself through the tentacles, MOLECULE BY MOLECULE.

EXT. HIGHWAY -- DAY

MEANWHILE, on the highway, dozens of air-cars BANG INTO EACH OTHER, bank, dodge, pile up.

INT. AIR-CAR -- SAME

THE BOY, thinking fast, punches the "MANUAL CONTROL" button on his dashboard, struggles to gain control of his air-car. The pile-up looms into view. Thinking quickly, he expertly maneuvers his way up, down, left and right, narrowly missing the pile-up.

He looks behind him, unable to believe his luck.

THE BOY

Whew!

(CONTINUED)

CONTINUED:

What he does not see, but we do, is that, in the confusion, he has **CROSSED THE MEDIAN DIVIDER** and is now driving in the **WRONG DIRECTION**.

THE BLAST OF AN AIR-HORN FILLS THE WORLD. The Boy turns to see the front-end of **A GIGANTIC THREE-LEVEL AIR-TRUCK HURTLING AT HIM, FILLING HIS ENTIRE FIELD OF VIEW.**

INT. AUDITORIUM - DAY

MEANWHILE, on the table in the auditorium, the last bits of the coffee maker **VANISH**, and the little robot is now **THREE TIMES LARGER THAN IT WAS.** We can see bits and pieces of the coffee maker on the exterior of the new, larger robot.

When the coffee maker has vanished, the robot's chest **SLAMS CLOSED** and it sits there **QUIVERING** and **CLICKING** for a moment, **DIGESTING** its prey. Then, it **GOES STILL.**

Not a sound emits from the mouths of the crowd. They are **breathtaken, dumbfounded, eyes and mouths agape.**

Then, the robot's chest **OPENS AGAIN,** and the crowd **JUMPS.** The robot reaches into its chest cavity and produces a **PERFECT STEAMING CUP OF COFFEE.** It hands the cup to Dr. Tanner, who accepts it with a little bow. The little robot **BOWS** in return. Dr. Tanner sips the coffee.

DR. TANNER

Mm. Delicious.

Tanner addresses the crowd as Lamp beams at him with an expression of pure hero worship.

DR. TANNER (CONT'D)

The Nanobrain is the end of obsolescence, the end of perpetual upgrades. A robot outfitted with the Nanobrain chip will be able to become, instantly, anything. From a telephone...

He produces a remote control and hits a button. The **ARM** of the little robot **INSTANTLY TRANSFORMS** into a **TELEPHONE.**

DR. TANNER (CONT'D)

...to a computer terminal...

He hits another button. The robot **SHAPE-SHIFTS** into a keyboard and monitor.

DR. TANNER (CONT'D)

...to an air-car.

(CONTINUED)

CONTINUED:

He hits another button, and the robot shape-shifts into a HOVERING MINIATURE AIR-CAR. Tanner hits another button and the robot changes back to its humanoid shape.

DR. TANNER (CONT'D)
A robot with this chip will be,
literally, the last robot anyone will
ever need.

In the audience, a STAFF MEMBER raises her hand.

DR. TANNER (CONT'D)
I anticipate your question: won't this
invention put us all out of business?

Embarrassed, the STAFF MEMBER puts down her hand.

DR. TANNER (CONT'D)
The answer is yes. Just as the telephone
put the Pony Express out of business.
Weak minds always fear a new invention
because it signals the end of old ways.
But eventually they find that it also
creates a thousand opportunities. The
Nanobrain is the future and we have it
first, thanks to the brilliance of this
man, Mr. Richard Lamp.

One of the designers begins to CLAP, SLOWLY. The others JOIN IN, and soon the laboratory RINGS with APPLAUSE AND CHEERS.

Tanner SALUTES his protege. Lamp grins and bows humbly to the crowd. But behind his grin is a sneer of triumph: now they don't think he's a loser.

As they stand there soaking up applause, FLOR, Tanner's ROBOT SECRETARY, with a phone attached to her metal head, glides out from the wings over to Dr. Tanner. He starts to wave her away, but she won't be stopped. She leans in and WHISPERS SOMETHING INTO HIS EAR. His satisfied grin suddenly turns to a LOOK OF ABJECT PANIC.

EXT. HIGHWAY - DAY

The accident site. Flames, smoke, blackened, twisted wreckage, crowd of onlookers. Policemen, police-bots, doctors, medic-bots, fire-bots tend to the wounded.

An air-car carrying TANNER pulls up to the site and SLAMS TO A STOP. Tanner gets out and tries to run to the fire. A pair of men GRAB HIM, hold him back.

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CONTINUED:

TANNER

No! No! Toby! That's my son! NO!!

He is beyond rage, beyond grief. He COLLAPSES in their arms, fainting, helpless.

EXT. TANNER BUILDING - DAY

The Tanner Building on an overcast, stormy day.

INT. TANNER BUILDING, HALLWAY - DAY

WE MOVE DOWN A LONG, AIRY HALLWAY on the executive level of the Tanner Building, the skyline of Metro City outside. EMPLOYEES move up and down the hallway, buzzing. One pair moves past us, and we catch their conversation.

EMPLOYEE 1

I dunno, it's so weird -- just sitting in there --

EMPLOYEE 2

-- doing nothing, I know --

As they pass a door which says "DR. ROBERT TANNER -- CEO."

INT. TANNER'S OFFICE - DAY

Tanner's office is a huge, semi-circular affair with windows that bow out to the commanding view. Shelves and glass cases display the designs and models of past robots, the machines that have made Tanner wealthy and famous.

Tanner sits alone at his desk, exhausted, beaten. He is seemingly beyond grief. His stillness and pensiveness are unnerving. Engineering diagrams sit on his desk, untouched.

Flor, his robot secretary, glides up to him. Dr. Tanner is not in the mood for company.

FLOR

My most sincere condolences for the loss of your son, Dr. Tanner.

TANNER

Flor? Remind me to have your memory wiped.

FLOR

Yes sir.

(CONTINUED)

CONTINUED:

She glides away. Tanner scans his walls, filled with welcoming reminders of his glorious achievements: posters, blueprints, models both scale and full-size, awards, trophies, framed magazine covers.

Finally, his eyes come to rest on a framed photograph of the boy we now know as TOBY smiling like the happiest boy on earth. A LOCK OF HIS HAIR is attached to the frame's mat.

Through the clouds outside, a BEAM OF GOLDEN SUNLIGHT MOVES THROUGH THE OFFICE and alights on the photo.

It is more than Tanner can bear. He looks around at the totems of his success and they are all suddenly quite meaningless. SCREAMING, he STANDS UP and SWEEPS A TABLE FULL OF MODELS TO THE FLOOR.

He grabs a MECHANICAL ARM and, still screaming, SMASHES THE GLASS CASES. He KNOCKS posters and blueprints off the wall, PUSHES his desk over with a loud CRASH. He kicks the items around the room, stomps, smashes, ROARS with grief and rage.

Then, he stops. Something has caught his eye.

He goes to his desk. The picture of TOBY has fallen over, the glass cracked. A small broken ROBOT MODEL lies atop it.

TANNER'S POV: the image of Toby's face and the body of the headless robot lie in perfect alignment: it looks as if Toby now has the body of a robot.

Tanner's face changes. From within the depths of his sorrow, an idea has come to him.

INT. TANNER BUILDING, CONFERENCE ROOM -- DAY

Tanner stands at the head of a long table in a cavernous CONFERENCE ROOM. He exudes power and command. Metro City lies outside the high, arcing windows, the Anti-Gravity tower close nearby. LAMP sits at Tanner's right; twenty more of Tanner's top staff are at the table, pencils, notepads ready. Portent hangs in the room like fog.

TANNER

Tanner will build a new robot.

(then)

No; not a new robot, a new kind of robot.

One of a kind. Experimental prototype.

Emphasis on durability and imperviousness to harm.

The STAFF scribble down everything.

(CONTINUED)

CONTINUED:

Tanner picks up a remote. An ELECTRONIC DISPLAY BOARD LIGHTS UP, illustrating his presentation.

TANNER (CONT'D)

Seven major features. One, Speed. Faster than any robot now in existence, both in physical motion and in computational skills. Two, Strength. Virtually indestructible. Lightweight, triple-vulcanized titanium skeleton with flexible, unbreakable skin.

This raises eyebrows among the Staff. Skin?

TANNER (CONT'D)

Three and Four, Hearing and Sight. Telescopic vision, ability to detect tiny sounds at great distance. Five and Six: Intelligence and intuition. Beyond mere intelligence, this robot will be able to deduce, to make leaps of logic.

The Staff's pencils scribble frantically to keep up.

TANNER (CONT'D)

Seven, Flight.

The pencils all come to a HALT. The Staff look up. Flight? Huh? Tanner does not acknowledge their doubt.

TANNER (CONT'D)

The new robot will be four feet tall --

The staffers are alarmed. This is impossible.

TANNER (CONT'D)

-- and weigh no more than seventy pounds.

Someone's pencil point BREAKS. The staff BUZZ to each other: is this a joke? Tanner SLAPS THE TABLETOP to quiet them.

TANNER (CONT'D)

The name of this robot...is Toby.

He goes to a display stand and PULLS BACK A SHEET, exposing a schematic drawing of a ROBOT.

The robot is designed to look like Tanner's son. Same bright eyes, same optimistic air, same unruly cowlicks.

Jaws around the table drop. Everyone is afraid to speak.

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TANNER (CONT'D)

The breakthrough, the thing that will
make Toby Toby, is this.

An animated IMAGE pops up, illustrating the DNA CONVERSION
UNIT (or D-NAC UNIT), a little machine like a tiny motorcycle
engine with a prominent HEART-SHAPED WINDOW on one side. The
animation illustrates how the machine will work.

TANNER (CONT'D)

The DNA Conversion Unit. This machine,
which I will design and build myself,
will convert genetic information into
binary code, giving the robot's computer
brain the intelligence, disposition and
personality of the original subject, in
this case my son Toby.

(then)

Any questions? Good.

(then)

Target date for completion is six months.

An AUDIBLE GASP from the staff. Pencils drop. Without
ceremony Tanner picks up his papers and heads for the door.

STAFF

What? Impossible! Outrageous!

Tanner ignores their cries. As he heads for the door, LAMP
jumps up, goes to him, obsequious, nervous.

LAMP

Dr. Tanner. This new robot --

TANNER

Toby. His name is Toby.

LAMP

Toby, yes, seems like a good idea, a
wonderful idea.

TANNER

I don't want your opinion. I want you to
build it.

LAMP

I have only one concern: this target
date, how will this affect the
development of my project, the Nanobrain?

TANNER

Ah, thank you for reminding me.

(to the room)

(MORE)

(CONTINUED)

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TANNER (CONT'D)

As of now, the Nanobrain project is cancelled, so that we may devote all our resources to Toby.

He walks out the door. Lamp is dumbstruck.

INT. TANNER BUILDING, HALLWAY - MOMENTS LATER

Tanner strides down the hall toward his office. The STAFFERS file out of the conference room, shell-shocked. LAMP, agitated, catches up to Tanner.

LAMP

Dr. Tanner. Dr. Tanner.

TANNER

(not stopping)

Yes, Mr. Lamp.

LAMP

The Nanobrain. My project.

TANNER

Is cancelled. I'm sorry, was that not clear?

LAMP

But, ten years, ten years I've worked --

Tanner goes into his office. Lamp follows.

INT. TANNER'S OFFICE - CONTINUOUS

Tanner's office has been completely re-done. All the models and plans are gone: now it's all blueprints and schematics relating to the new TOBY robot. Tanner strides over to his desk, Lamp close behind.

LAMP

The Nanobrain, sir, it's my life's work. My Life's. Work.

TANNER

Yes. And Tanner Robotics is My Company. And the Sky is Blue and the Grass is Green, and that is The Way Things Are.

LAMP

Sir. Please, just because your son died, that doesn't mean you have to kill mine.

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CONTINUED:

Tanner's expression turns murderous; Lamp has just stepped way over the line. He hits a button on his desk.

TANNER
(to intercom)
Security: code red, Mr. Richard Lamp.

Lamp is apoplectic. He sputters.

LAMP
I, I didn't mean --

TANNER
Please don't think you can take the
Nanobrain to some other company. You
developed it here, it belongs to Tanner.

The DOOR to Tanner's office opens. A pair of burly, threatening SECURITY ROBOTS are there. Where their heads should be, they each have a gigantic mechanical gloved HAND.

SECURITY ROBOT
(flat, metallic voice)
Mr. Lamp, would you please come with us?

EXT. TANNER BUILDING - MOMENTS LATER

Outside the entrance to the Tanner Building, the SECURITY ROBOTS carry Lamp out with their big gloved head-hands. He struggles in their grasp.

They DEPOSIT Lamp on the steps with an impolite THUMP and drop a cardboard box of his belongings down next to him. OTHER STAFF MEMBERS gawk and stare.

SECURITY ROBOT
Thank you for your cooperation. Have a
nice day.

The security robots roll away. Lamp screams after them.

LAMP
You tell Tanner that I'll see him ruined!

SECURITY ROBOT
Thank you, I will relay the message.

TOBY ASSEMBLY MONTAGE:

INT. TANNER'S OFFICE - DAY

Tanner, in his office, works on the D-NAC Unit on his computer. It's harder than he thought it would be. Something's not working right. He fiddles with some numbers, kneads his forehead.

INT. TANNER BUILDING, LABORATORY -- DAY

In an ENGINE TESTING LAB, a scowling, domineering Tanner oversees a team whose jackets read "ENGINE CREW" as they attach a pair of tiny, foot-long JET ENGINES to one side of a LARGE CEMENT BLOCK that sits on a ROCKET SLED.

The team ducks behind a cement bunker as A STAFFER pushes a button and the JETS IGNITE. THEY PUSH THE CEMENT BLOCK FORWARD, BUT MUCH TOO FAST. The rocket sled TAKES OFF, HURTLING ACROSS THE ROOM. It runs off its rails and SMASHES THROUGH THE LABORATORY WALL, leaving a JAGGED HOLE. Scientists in the lab next door APPEAR in the hole, curious and a little distraught.

INT. TANNER'S OFFICE - NIGHT

Tanner slaves away at the design of the D-NAC Unit. He has built a holographic 3-D model of it, which hovers above his desk. He adjusts a part or two and hits a switch. The holograph quivers, hums, then SPLITS IN TWO, belching holographic smoke. Tanner slams the desktop in anger.

Flor, his robot secretary, glides forward, trying to help.

FLOR

Sir? If I may, sometimes, in moments of bad fortune, one needs the advice of an old friend.

Tanner looks at her with simmering impatience.

FLOR (CONT'D)

Perhaps a call to your old mentor, Dr. O'Shay, at the Ministry of Science...

A VIDEO MONITOR on her chest shows a picture of DR. MILES O'SHAY, a white-haired, balding, humpbacked man with a truly enormous nose.

TANNER

That fossil? Not in this lifetime.

INT. TANNER BUILDING, ROOFTOP -- DAY

On the rooftop of the Tanner BUILDING, a team whose jackets read "EAR CREW" test Robotic EARS.

The EARS, attached to a metal frame, are hooked up via wires to a set of HEADPHONES that Tanner wears. One Staffer POINTS THE EARS at another Team Member, AT THE OTHER END OF THE ROOF. Tanner gestures for them to GET ON WITH IT. The one staffer POINTS to the other: he DROPS A PIN to the surface of the roof. Tanner WHIPS OFF THE HEADPHONES, SHAKES HIS HEAD VIOLENTLY, shocked by the loudness of the pin drop.

INT. TANNER'S OFFICE - NIGHT

Tanner has built a prototype of the D-NAC Unit. It is hooked up to a small SPEAKER.

He makes an adjustment, then PLUCKS A HAIR off his head, feeding it into a hatch on the side of the Unit.

The Unit vibrates and hums. Tanner turns to a video monitor, which shows the genetic information being converted into binary code. A little BELL TONE signals when the Unit has completed its task.

Tanner turns to the Unit, and speaks into a microphone.

TANNER

Hello, Dr. Tanner.

But the speaker only makes a sound like a sick angry duck. Tanner sighs, takes the Unit apart, starts all over again.

INT. TANNER BUILDING, LABORATORY -- DAY

As Tanner looks on, a team whose jackets read "SKIN CREW" stretch a flexible flesh-colored FABRIC across a metal FRAME.

With the fabric mounted they FIRE AT IT WITH A MACHINE GUN. When the smoke clears, we see that the skin is unblemished and the BULLETS lie in a squashed pile on the ground.

Tanner goes to the skin, runs a finger across it. It is unscratched. He seems more or less pleased.

INT. TANNER BUILDING, LABORATORY -- DAY

TANNER SUPERVISES the testing of Toby's SKELETON. A team whose jackets read "SKELETON CREW" rig the metal skeleton, complete with head-piece with pointy metal COWLICKS, on top of a PLATFORM.

Once in place, A LARGE CEMENT BLOCK is DROPPED ON TOP OF IT. The cement block CRACKS IN TWO and FALLS TO EITHER SIDE OF THE SKELETON in a CLOUD OF DUST.

EXT. TANNER BUILDING, TERRACE -- NIGHT

ON A TERRACE on the side of the Tanner Building, Toby's EYES are being tested. A ready-to-drop crew whose jackets read "VISION CREW" rig the electronic EYEBALLS to a metal frame and STEER it with a number of cables.

Tanner looks over a technician's shoulder into a MONITOR that shows what the EYES SEE: a WORKER sitting on a RAILING midway up the Anti-Gravity Tower, READING THE PAPER.

On the monitor, Tanner can READ THE TYPE on the newspaper.

TANNER
What else?

TECHNICIAN
Check this.

He FLICKS A SWITCH and from the eyes BLASTS A POWERFUL BEAM OF PURE WHITE LIGHT.

The beam ILLUMINATES THE WORKER WITH THE PAPER LIKE A SEARCHLIGHT. He JUMPS UP, looks around to determine where the light is coming from.

INT. ROBOT ASSEMBLY LAB - DAY

The Robot Assembly Lab is a large room with many complex machines used in the manufacture of robots.

The metal Toby SKELETON is brought in by the gloved, jacketed Skeleton Crew and snapped into a large metal frame.

A switch is thrown, and the metal frame LIFTS INTO THE AIR. It goes THROUGH the Robot Assembly Lab like an auto-body through the assembly plant, put together by a group of mixed robots and humans. We FOLLOW IT ALONG the process.

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First we see all the wiring and cables attached to the skeleton that will act as nerves, then the cams and pistons that will act as muscles, then the engines that will make Toby fly, then the ears and eyes that will make him see, a hundred different little details added by precision machines. Finally the pink skin is added, along with a set of black metal trunks with a green metal waistband, and a set of oversized red metal boots. As a final touch, a set of robotic arms reach in to BUFF his "hair" to a mirror finish.

INT. ROBOT ASSEMBLY LAB -- NIGHT

The big night has arrived. Toby is to come to life.

In the center of the room, Toby lies on a specially-formed worktable, eyes closed, inert, lifeless. His chestplate is open; wires and cables run in all directions, attached to computers and generators all around the room.

An elevated OBSERVATION DECK within the lab is filled to capacity with robot designers, technicians and staff.

Tanner enters the room, alone on the vast, cable-strewn floor. He approaches the inert Toby with a reverence bordering on awe. He reaches out a trembling hand and runs it over the robot's hard, shiny face.

TANNER

Toby. Son.

He reaches in his breast pocket, takes out a small envelope, and opens it. Inside is the LOCK OF HIS SON'S HAIR.

He extracts the lock of hair with a pair of tweezers.

Toby's D-NAC Unit has its HEART-SHAPED hatch open. Tanner delicately DROPS DROPS THE HAIR INTO THE HATCH, and SNAPS THE HATCH SHUT. The heart GLOWS RED with power.

He goes to a nearby computer console and flicks a few switches. On one side of the monitor a GRAPHIC APPEARS, showing the construction of a DNA MOLECULE. On the other side of the monitor the screen fills with ZEROES AND ONES as the genetic information is translated into binary code.

Tanner takes one of Toby's lifeless hands and caresses his own face. A large TEAR rolls down his cheek.

Above, the observers WATCH expectantly.

Tanner DASHES AWAY from the table, goes to a bank of computers across the room. Hits a series of switches.

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CONTINUED:

Machines HUM. Generators WHIR. The lights from the machines cast an EERIE GLOW in the darkness of the room.

Above, the OBSERVERS step back, wary.

The cables leading to Toby's chest begin to VIBRATE and GLOW with an eerie blue light. The contacts begin to SMOKE. The lights in the room FLICKER.

Suddenly the cables attached to Toby SNAP OFF, whip about like SNAKES.

The power SHORTS OUT. THE LIGHTS GO OUT. THE EMERGENCY LIGHTS COME ON.

An eerie glow bathes the room. Smoke hangs thick as fog.

Tanner stands up, cautiously. He peers at the worktable. Toby lies wreathed in a cloud of smoke.

Above the OBSERVERS peek over the edge of their platform.

Tanner approaches the table. Toby does not move.

Tanner waves the smoke away. He is now close enough to HEAR the click and whirl of tiny mechanical parts.

SUDDENLY, THE Toby SITS UP. LOOKS AROUND, BLINKS.

Tanner bursts into tears as he sees Toby come to life.

TANNER (CONT'D)

Toby! Toby, you're alive!

The OBSERVERS above break into SMILES.

TOBY'S POV: we see a DIGITIZED IMAGE of Tanner come quickly into SHARP FOCUS. At the word "Toby," a scroll of text rolls into view, gives the birthdate and personal history of the real Toby, as well as photographs to aid "memory."

Toby blinks and shudders as he processes this information. We can hear the relays flipping in his computer-brain.

Tanner takes Toby's hand, who remains stiff and doll-like.

TANNER (CONT'D)

Toby. I'm your father. I am your FATHER. Can you say "father?"

Toby thinks about that for a moment; his eyes blink. Then, quite fast and in a computerized monotone --

(CONTINUED)

CONTINUED: (2)

TOBY

-- zero zero one zero one one zero zero
zero one one zero one one one one zero --

Tanner laughs.

TANNER

No, no, in English, son, in English. Can
you say it, can you call me "father?"

TOBY'S POV: Tanner's hopeful face is outlined in GREEN
FLASHING LINES as the developing computer brain processes all
the incoming information.

A column of text interprets his emotional state as "HOPEFUL
ANXIOUS, EXPECTANT." Other cycling texts indicate the
temperature and humidity of the room and the chemical makeup
of the surrounding atmosphere.

In the center of the field of view appears the word "FATHER."

Toby blinks, recites, monotone:

TOBY

Father: noun. Male parent. Begetter of
child. Sire. Progenitor. One who gives
paternal care. Protector, provider.
Title of respect for elderly man --

Tanner laughs and laughs.

TANNER

Yes, Toby, yes. Father. I am your
father. Yes.

Toby looks again at Tanner, focusing.

TOBY

You are my father.

(pause)

Hello, father.

Toby cocks his head questioningly: did I do right? Tanner
grins triumphantly, lays a hand on his shoulder.

TANNER

Hello, Toby.

He PULLS TOBY TO HIMSELF, EMBRACES HIM PASSIONATELY. Tears
FLOW FREELY.

On the observation platform, there isn't a dry eye in the
house. The observers break into HEARTFELT APPLAUSE.

EXT. HIGHWAY -- DAY

The highway, buzzing with traffic, pulsing with light, leads out of the city, heading into the country.

WE FOLLOW a large, dark-blue air-sedan.

INT. AIR-CAR -- CONTINUOUS

Tanner drives while Toby rides shotgun. The countryside glides by. Beside himself with glee, Toby squirms in his seat, looks in all directions, tries to take everything in. Everything is brand new and wonderful to him. Every detail fascinates. He points excitedly out the window.

TOBY

What's that, father?

TANNER

That's a cloud.

TOBY'S POV: the CLOUD is outlined in flashing green lines, and text appears to define it: "CLOUD: ATMOSPHERIC PHENOMENON, SUSPENDED MASS OF WATER VAPOR AND OTHER GASSES."

TOBY

C-l-o-u-d. Cloud.

TOBY (CONT'D)

What's that, father?

TANNER

That? That is a tree.

TOBY

Tree. Tree.

TOBY'S POV: the tree is outlined and defined: "TREE: CENTRAL STEM SUPPORT, BRANCHING INTO MULTIPLE DIVISIONS, ENDING IN BULBOUS PROTUBERANCES."

Next into view comes a LAMPPOST, which bears a superficial resemblance to the tree.

TOBY (CONT'D)

Tree.

TANNER

(laughing)

No. That is a lamppost.

(CONTINUED)

CONTINUED:

 TOBY
Lamp. Post. Lamppost.

TOBY'S POV: the lamppost is outlined and defined: "LAMPPOST:
HIGHWAY SAFETY DEVICE BUILT TO RESEMBLE TREE."

He gazes adoringly at Tanner.

 TOBY (CONT'D)
You know everything.

Tanner suppresses a laugh. No father has ever been
worshipped more than this.

 TANNER
That's me, Mr. Know-it-all.

Toby looks out the window and GASPS.

 TOBY
Father! What's that?

 TANNER
That, Toby, is your home.

Indeed, the car is approaching Tanner's country estate, a
huge three-story mansion with sumptuous landscaping.

 TOBY
My home. My home.

Then, he makes a connection. He turns to Tanner again.

 TOBY (CONT'D)
Father! I'm home!

Tanner smiles proudly, on the verge of tears.

 TANNER
That's right, Toby. You're home.
Welcome home.

EXT. TANNER'S ESTATE -- CONTINUOUS

The GATES to Tanner's estate gracefully SWING OPEN for his
air-car. It GLIDES IN.

EXT. TANNER SQUARE - DAY

In Tanner Square, traffic has come to a near standstill. Everyone has stopped to look at something at the South end of the square. We follow the line of their gaze, and come to a LARGE VIDEO SCREEN mounted on the side of a building, which is showing a NEWS presentation.

The headline reads "BOY ROBOT." The populace of Tanner Square can hardly believe their eyes.

An ANNOUNCER excitedly lets us in on the news, "March of Time" style.

ANNOUNCER (V.O.)

The world stood still today as a new era of robotics dawned with the creation of "TOBY," the world's first robotic boy!

THE VIDEO SCREEN BECOMES A NEWS-ITEM-STYLE VIDEO CLIP.

WE SEE: brief glimpses of people around the world, glued to their televisions, rapt with the story.

THEN, we see TANNER holding a press conference in front of his house. Toby stands dutifully by his side, gazing up at him with wonder and adoration.

ANNOUNCER (V.O.) (CONT'D)

Dr. Robert Tanner has done it again. Toby is made of metal, plastic and wires, but has the personality of a real boy!

We switch back to LIVE ACTION:

INT. TANNER'S HOUSE, LIVING ROOM -- DAY

Tanner teaches Toby to walk. He coaxes Toby across the living-room floor.

Toby walks. His gait is stiff, halting and mechanical. Tanner is dissatisfied.

TANNER

No. No. No. Here, like this.

Tanner goes to the TV, turns on a VIDEO of a real live boy walking, boyish and bounding.

TANNER (CONT'D)

Like that. Exactly like that. See?

(CONTINUED)

CONTINUED:

Toby studies the video. His big brown eyes blink as he takes in the information. He wants so hard to please.

TANNER (CONT'D)

Now do it.

Toby tries again. He ambles across the room with a much more boyish gait.

Tanner's mood immediately changes. His EYES LIGHT UP. His son seems to be truly coming back to life.

TANNER (CONT'D)

Yes. Yes.

Toby, gaining confidence, takes a few bigger steps, then RUNS AND BOUNDS into Tanner's arms. Tanner crushes him to his chest, laughing.

Toby HUGS Tanner tightly. Too tightly. Tanner GASPS as the wind is squeezed out of him.

TANNER (CONT'D)

Toby -- ow --

We hear RIBS CRACK as Tanner pushes Toby away. Toby is completely innocent, Tanner is pissed off.

TANNER (CONT'D)

I'm your father, not a walnut.

TOBY

Sorry.

Tanner walks away, in a huff. Toby looks confused, hurt.

We GO BACK TO THE VIDEO:

WE SEE Toby sitting on the floor of the living room, playing with blocks.

ANNOUNCER

Created for no other purpose but to live and learn, Toby shows himself to be a fast learner indeed!

PULL BACK TO REVEAL an intricate SKYSCRAPER OF BLOCKS, TWENTY FEET TALL, with ARCHES, SPIRES AND FLYING BUTTRESSES.

ANNOUNCER (CONT'D)

And though he is only a few days old, Toby's already got quite a pitching arm!

(CONTINUED)

CONTINUED: (2)

We see Tanner and Toby out in the back yard. Tanner shows Toby how to throw a ball. He grips the ball and tosses it up in the air, then catches it.

He hands the ball to Toby. Toby lobbs the ball into the air. It shoots straight up into the sky. Tanner and Toby watch it go up, up, up. It doesn't come down. Long pause.

ANNOUNCER (CONT'D)

But his talent isn't limited to sports!
The boy has quite an artistic gift, too!

In the LIVING ROOM, Tanner gives Toby a pad of paper and a pencil. He gestures to a bowl of fruit: "draw what you see."

Toby studies the bowl of fruit for a moment, then, WITH LIGHTNING SPEED, WHIPS UP A DRAWING.

He turns the pad to show Tanner: he has CHARTED THE MOLECULAR STRUCTURE OF THE BOWL OF FRUIT. He smiles.

ANNOUNCER (CONT'D)

Oh well! Back to the drawing board!

We CUT TO an ANCHORWOMAN in front of the TANNER BUILDING. Standing next to her is WARREN PIERCE, a slight, thin, bald man with a permanent scowl.

ANCHORWOMAN

But not everyone is delighted with Toby.
With me is mayoral candidate Warren
Pierce. Mr. Pierce, what makes this
adorable little robot a menace?

PIERCE

It is my belief that intelligent,
sentient robots, robots that think for
themselves, make their own decisions,
will eventually turn on their owners and
take over the world. They will render
humanity obsolete.

ANCHORWOMAN (TO CAMERA)

Still another question was raised by Dr.
O'Shay of the Ministry of Science.

WE SEE DR. O'SHAY, who we recognize from Flor's video monitor, in a long white labcoat, addressing a reporter on the stairs of the white-domed, white-pillared Ministry of Science. Now we get a better look at him: he is bald on top, but there are cloud-like tufts of white hair at his temples. His nose is so large, it looks as if a small dirigible is attempting to dock on his face.

(CONTINUED)

CONTINUED: (3)

O' SHAY

Dr. Tanner was once a student of mine, so I'm sure his robot is a technological marvel. What worries me is this: if it is true that this machine has a soul, then that soul must be nurtured, must be cared for. It should not be pushed before the media as a public spectacle. Is anyone asking what is good for Toby?

AS IF to answer him, WE SEE a clip of Tanner addressing reporters at another press conference. Again, Toby stands by his side, gazing at him adoringly.

TANNER

Toby has the best life a boy could ask for. He has the best house, the best toys, the best care. More than that, he has a father who loves him more than anything in the world.

INT. RICHARD LAMP'S LIVING ROOM -- SAME

Richard Lamp's apartment is a cramped, overstuffed warren of rooms with low ceilings and no counter space. It has the mess and ugliness of a workaholic bachelor pad.

THE TV NEWS REPORT PLAYS on the TV. Lamp sits hunched on the couch, glaring at the screen. A small DRINK-SERVING robot stands by his side; he SNARLS at it.

LAMP

Bah! Tanner, that charlatan! Throws out my brilliant idea to build that vain, self-serving TOY! Someone should teach him a lesson. Someone should show the world who's the real inventor!

Then, he gets AN IDEA. His mouth TWISTS into a quivering grimace as he watches images of the innocent, beaming Toby.

LAMP (CONT'D)

Hm...yes. Yes.

INT. LIVING ROOM -- NIGHT

A CARTOON plays on television. Tanner is showing it to Toby. Toby squirms with anticipation.

TANNER

Toby, pay attention.

(CONTINUED)

CONTINUED:

TOBY

What will school be like?

TANNER

It'll be you and a group of other kids,
all really smart, just like you --

TOBY

(eyes light up)

Other kids? Like me?

TANNER

Pay attention, we need to work on your
laugh.

TOBY

Sorry.

TANNER

The poets say that there is no more
delightful sound than the laughter of
little children. Now watch this.

They watch the cartoon. Tanner LAUGHS at the cartoon.

TOBY'S POV: Tanner LAUGHING. Tanner's face is outlined in
flashing green lines. A TEXT appears: "LAUGHTER: INHUMAN
BARKING SOUNDS EMITTED VIA LARYNX. PURPOSE UNCLEAR."

Tanner tries to goad Toby into laughing.

TANNER (CONT'D)

See? It's funny. You laugh.

Toby doesn't get it. He looks confused.

Tanner LAUGHS again, then gestures for Toby to imitate him.
Toby imitates him, but only in the most robotic fashion. He
sounds like a mechanical goose. Tanner corrects him, Toby
tries again. A little better. Once more. A little better.

The cartoon ends. Tanner GETS UP, GOES TO THE TV to replay
the cartoon; on the way he BARKS HIS SHIN ON THE COFFEE
TABLE; at this Toby LAUGHS LOUD, LONG and NATURALLY, POINTING
AT TANNER as he HOPS AROUND THE ROOM GRIPPING HIS SHIN.

Tanner starts to CHASTISE Toby, but then he realizes that
Toby is LAUGHING. Then, Tanner LAUGHS TOO.

INT. DINING ROOM -- NIGHT

Tanner eats dinner. Toby has a plate of uneaten food.

(CONTINUED)

CONTINUED:

TANNER

Go on. Eat up.

Toby looks uneasily at his food. What is he supposed to do?

TANNER (CONT'D)

The other kids will eat.

Toby considers, then takes a plum from a dish of fruit. He looks at it, sniffs it.

TANNER (CONT'D)

Go on.

Toby pops it into his mouth. Swallows. Looks a little nauseous.

TANNER (CONT'D)

Good?

TOBY

Mmm.

The phone rings. Tanner gets up to answer it.

As soon as his back is turned, Toby WHIPS OPEN HIS CHESTPLATE, takes out the plum, puts it back in the bowl of fruit. He looks around guiltily.

EXT. SCHOOL -- DAY

Tanner's air-limo glides up to a low, unassuming building marked DR. KINDLY'S SCHOOL FOR GIFTED CHILDREN. THE ARMY of journalists and photographers are gathered around the door.

Tanner and Toby get out of the back of the air-limo and walk into the building. Tanner nods to the cameras but Toby's attention is on the school. He looks something between excited and terrified.

INT. SCHOOL, FOYER -- DAY

Schoolkids mill about the halls with books and backpacks. They are STARTLED when Tanner, Toby and the army of journalists come in the door.

DR. PHYLLIS KINDLY appears from out of her office, attracted by the noise. She is a slender, doe-eyed willowy brunette whose innocent looks disguise a keen and brilliant mind. She is disturbed by the presence of the army of journalists.

(CONTINUED)

CONTINUED:

KINDLY

Dr. Tanner!

TANNER

Dr. Kindly.

KINDLY

Dr. Tanner, these journalists --

TANNER

(ignoring her)

Toby, this is Dr. Kindly. She is perhaps the world's greatest teacher of gifted children. And this, Dr. Kindly, is Toby.

Toby looks up at Kindly. He is SMITTEN and gives her a winning, heartbreaking SMILE. She is completely disarmed.

KINDLY

Well. Thank you, Dr. Tanner, for your kind words.

Behind Dr. Kindly, one BOY leans over and whispers to another BOY. Normally we couldn't hear him, but TOBY can --

BOY

He looks just like him --

The other boy, spooked, nods in agreement. Toby, having heard the exchange, looks confused. Who looks just like who?

A little blond GIRL, AMIE, sees the whispered exchange and looks from the boys to Toby, just as confused as he is.

KINDLY

(to Tanner)

I was just about to say that a school is not a place for the media --

TANNER

It's Toby's first day of school, and it's great publicity for you and your work. You won't even know they're there.

Kindly, caught on camera, looks at Toby, still smiling at her. Doesn't want to make a scene.

KINDLY

Well --

INT. CLASSROOM - DAY

The classroom. Twenty kids in neat rows spooked by Toby's presence. Behind them, filling the rear half of the room is the army of journalists packed in like sardines.

Kindly, at the front of the room, presents Toby.

KINDLY

Class, we have a new student today. Say hello to Toby.

KIDS

Hi, Toby.

TOBY

Hi.

A HUNDRED FLASHBULBS GO OFF.

A GIRL in the second row raises her hand.

GIRL

So what happened to the real Toby?

This question throws Toby off.

TOBY

"Real" Toby?

Dr. Kindly starts; he doesn't know? She dives in for the save.

KINDLY

This boy's name is also Toby.

But the children all look confused, including back row Amie.

INT. CLASSROOM - DAY

Later. Toby sits in the middle of the class. Dr. Kindly addresses them. The journalists record it all.

KINDLY

Class, who can tell me the square root of five hundred?

A dozen hands go up. Toby, eager to please his new teacher, answers without raising his.

(CONTINUED)

CONTINUED:

TOBY

Twenty-two point three six zero six seven nine.

The kids look at him, offended.

KINDLY

Very good Toby. But we don't just yell out answers. We raise our hands first.

TOBY

Oh. I'm sorry Dr. Kindly.

KINDLY

That's all right. Now who can tell me the number of different species of ants?

Toby's hand shoots up.

TOBY

Approximately nine thousand, five hundred, totalling, at any given time, ten thousand trillion individual insects, with a total body mass equal to that of all of humanity.

The kids now look a little worried.

KINDLY

Er, yes. Good. But please wait until I call on you.

TOBY

Oh. I see. I'm sorry.

KINDLY

That's okay. Now, who can tell me something about the play "*The Tempest*."

Toby's hand shoots up. Everyone just looks at him. Kindly looks around the room.

KINDLY (CONT'D)

Anybody else?

Toby's hand quivers with excitement. Kindly sighs.

KINDLY (CONT'D)

Yes, Toby.

EXT. PLAYGROUND -- DAY

Later that day. Out on the playground, a basketball game, kids vs. Toby. The kids are good but there is no competing with Toby, who is super-fast. He can, literally, run rings around them. He takes the ball from one of the kids, whips around, HURLS IT DOWN COURT --

-- and, AT THE OTHER END OF THE COURT, FLIES THROUGH THE AIR, USING HIS LEG-JETS. HE CATCHES THE BALL, and dunks it.

Journalists point their cameras through the chain-link fence.

WE SEE THE GAME ON VIDEOTAPE as an ANCHORWOMAN narrates.

ANCHORWOMAN (V.O.)

This was the scene today as the Toby mopped up the court with his classmates.

CUT TO ANCHORWOMAN ON TV NEWS SHOW.

ANCHORWOMAN (CONT'D)

There is no word on whether the spunky young tyke has been offered a pro-basketball contract.

(then)

Despite his intelligence and skill, a growing number of people are a little rankled by Toby's superior abilities.

WE CUT TO WARREN PIERCE, standing in front of the school, addressing an unseen interviewer. There is a small band of PROTESTERS behind him.

PIERCE

Today they're beating us at basketball, tomorrow they'll be beating us with baseball bats!

The image abruptly SNAPS OFF. We PULL BACK TO REVEAL...

INT. LIVING ROOM - NIGHT

...that it is TANNER who has shut off the TV, in his living room. He turns to Toby, who sits, lonesome and small, on an ultra-long couch, staring at the tips of his shoes.

TANNER

So you're better than them. That's their problem, not yours. Right?

(CONTINUED)

CONTINUED:

TOBY

I guess.

TANNER

And you like going to school, right? You like all the other kids, right? You had fun, right?

TOBY

Who is the "real" Toby?

TANNER

And you -- what?

TOBY

One of the kids asked what happened to the "real" Toby.

TANNER

They did?

TOBY

What does that mean?

TANNER

It, it doesn't mean anything, they're just confused.

TOBY'S POV: we see TANNER'S FACE outlined in flashing green lines. A TEXT APPEARS: "NERVOUSNESS, EYES AVERTED, VAGUE, INCONCLUSIVE STATEMENTS: POSSIBILITY SUBJECT IS LYING: 82%."

Toby looks down and sighs.

INT. TOBY'S BEDROOM - NIGHT

Tanner tucks Toby into bed. Toby's toys, robots and dinosaurs, rockets and trucks, lie scattered on the floor.

TOBY

They hate me because I'm a robot.

TANNER

What do you care? You're better than them. They're jealous, that's all. Mediocrity is always jealous of genius. Idiots have hated me all my life.

(then)

Good night.

(CONTINUED)

CONTINUED:

He turns out the light and closes the door. When he is gone, Toby's EYES click on, low beams, barely glowing. He looks out the window, sad, confused, forlorn.

INT. HALLWAY - DAY

The next day; Toby gets his books out of his locker. All around kids run to class; they glare at Toby or look scared.

Toby, frustrated, SLAMS his locker closed. The impact of the slam CRATERS the whole wall, bending the other lockers out of shape. Books and supplies rain out onto the floor.

Everyone stops and stares.

INT. CLASSROOM - DAY

Kindly asks the kids a question. Everyone's hands shoot up. Toby's arm quivers with excitement. His little feet tap anxiously on the ground.

In his excitement, his leg jets accidentally GO OFF. The blast ROCKETS HIS DESK BACKWARDS, and KNOCKS the kids sitting around him OUT OF THEIR SEATS.

Everyone STARES.

INT. CAFETERIA -- DAY

Lunch. Toby sits at a table by himself, moping. His food is, of course, uneaten. The other kids are at another table.

The little girl from the back of the room, Amie, comes up to him. She's a quiet blond girl with glasses and an oversized sweater.

AMIE

Hi Toby. I'm Amie.

TOBY

Are you here to make fun of me?

AMIE

Um, no, I was just wondering where you got your boots.

Toby takes a good look at her. She doesn't seem to be making fun of him.

(CONTINUED)

CONTINUED:

TOBY

Um, my dad made 'em for me.

AMIE

'sit okay if I sit with you? 'm kinda new here, I don't really know anybody.

TOBY

Um. Sure.

She sits next to him. He looks around. A couple of the other kids LOOK at the two of them. Gossip starts spreading around the cafeteria. Amie takes out a piece of paper and begins FOLDING it in complex arrangements.

AMIE

You must be an only child. I'm an only child too. 'stead of talking to brothers and sisters, I make stuff; 's fun.

She holds up the finished product, an origami crane.

TOBY

Neat.

AMIE

's wings even flap. C'n you make stuff?

TOBY

Um. I think so.

He looks at his metal food tray, then FOLDS IT UP LIKE AMIE'S PAPER CRANE.

The other kids start to STARE. In moments he has transformed his tray into a crane with flapping wings.

AMIE

Cool!

Toby TOSSES the crane INTO THE AIR. It SAILS AROUND THE ROOM, over the heads of the other kids. They are all amazed. They GASP in wonder as it CIRCLES GRACEFULLY AROUND THE ROOM and BACK INTO TOBY'S HAND.

The kids in the cafeteria are all suddenly IMPRESSED. Suddenly, EVERY KID IN THE ROOM COMES OVER TO TOBY'S TABLE, CARRYING THEIR TRAYS. They ALL WANT A CRANE.

INT. CLASSROOM -- DAY

The kids are all taking a test. Every KID has a metal origami animal on his or her desk, each one a different kind.

Dr. Kindly LEAVES THE ROOM. The kids all LOOK AT ONE ANOTHER, then DASH OVER Toby'S DESK.

He TAKES ALL THEIR TESTS, and, with lightning speed, his hands moving so fast they're a blur, FILLS IN ALL THE CORRECT ANSWERS. He has done EVERYONE'S TEST in a matter of moments.

The doorknob turns, and everyone DASHES BACK TO THEIR DESKS, pretend to be HARD AT WORK. Dr. Kindly comes in and goes back to her desk, none the wiser.

EXT. PLAYGROUND -- DAY

Toby gives a kid a ride on his back, soaring through the air. A LARGE GROUP OF KIDS is gathered on the ground, awaiting their turn. Everyone is laughing and pointing and having a great deal of fun.

INT. MUSEUM - NIGHT

Tanner leads Toby through the Metro City Science Museum. The museum is a tall, cylindrical affair, not unlike NYC's Guggenheim in effect, but twice as big, with walkways suspended over the huge central atrium. Displays of futuristic scientific wonders abound. People stop and take the occasional flash photo of the famous Toby as he hangs on to Tanner's hand, bouncing up and down, ecstatic from the day's success. Tanner barely listens.

TOBY

And Krista has a pet turtle that she'll let me borrow! And Sam wants me to come to his birthday party next week!

TANNER

That's fine, but you're there to learn.

Dr. Kindly comes up to them. She holds a FILE in her hand.

KINDLY

Dr. Tanner, Toby! I'm glad I found you.

TOBY

Dr. Kindly!

(CONTINUED)

CONTINUED:

Toby DASHES to her, overjoyed.

TOBY (CONT'D)

Did you see? I gave everybody rides and I made them animals and James said that I could borrow his dino-pal and --

KINDLY

Yes, Toby. I saw. You're extraordinary.

Toby senses something in Kindly's voice.

TOBY

Uh-oh.

KINDLY

Can I talk to your dad alone for a moment?

TANNER

I have nothing to hide from Toby.

Kindly takes the measure of Tanner, then continues.

KINDLY

All right.

(then)

I'd like to tutor Toby privately.

TANNER

Privately?

TOBY

You mean, not in school? Not with the other kids?

KINDLY

He's too far ahead of the other kids. It's not fair.

TOBY

But I want --

TANNER.

Be quiet, Toby.

(then, to Kindly)

If the other kids are behind, maybe you're not doing your job well enough.

Kindly's eyes turn stormy at this attack. Meanwhile, Toby sees the file in her hands.

(CONTINUED)

CONTINUED: (2)

Even though she is holding it against her chest, he can see that the name on the file reads "TOBY TANNER." The corner edge of a PHOTO peeks out of the end. Kindly talks in cold, measured tones as he looks at it.

KINDLY

The other kids are only human, Dr. Tanner. And that's not all. Toby apparently took some of the kids for rides today, and some of the parents have threatened to sue. Reckless endangerment.

TOBY'S POV: The photo, which shows only the corner of a portrait, is RECONSTRUCTED via computer imagery in Toby's mind. What he's looking at is the face of a boy who looks very much like him but who is clearly HUMAN. His eyes get big with confusion.

TANNER

Absurd. Which parents? Which children?

KINDLY

All of them.

TANNER

All of them? What, do you teach only the children of stupid people?

Toby looks from Tanner to Kindly and back again. What is going on? Kindly does not back down from Tanner's attack.

KINDLY

I don't understand why he's in school at all. He doesn't need an education, he needs guidance. Are you trying to prove something? Mastery of everything, control of everything, even death?

Suddenly, everything COMES TOGETHER in Toby's head as Tanner SEETHES with anger.

TANNER

Dr. Kindly, you overstep your bounds.

TOBY

I'm a replacement.

TANNER

(not listening)

Be quiet, Toby.

(to Kindly)

I'm paying you to teach him. Teach him.

(CONTINUED)

CONTINUED: (3)

TOBY
The Real Toby is dead.

TANNER
(still not listening)
Toby, SHUT UP!

Toby GLARES at Tanner, backs away.

TOBY
I'm not Toby. Toby's dead.

Tanner reaches for him. Toby DRAWS AWAY. Confused, frightened, angry, he turns and RUNS AWAY through the crowd.

TANNER
Toby!

They start after him.

INT. MUSEUM - NIGHT

Toby RUNS through the museum, panicked, gasping for breath, on the verge of tears. People see him and POINT.

INT. MUSEUM - NIGHT

Elsewhere, Tanner and Kindly run through the museum, looking for Toby, scanning the crowd.

INT. MUSEUM, FOYER - NIGHT

Toby reaches the foyer of the museum. It's PACKED.

He looks around, panicked. No way out. He looks up: the foyer goes up ten stories in an open-air ATRIUM.

He BLASTS OFF, SHOOTING UPWARDS THROUGH THE ATRIUM AND OUT INTO THE NIGHT SKY. Museum-goers are knocked off their feet by the force of the blast.

EXT. SKY -- NIGHT

Against a brilliant backdrop of stars, Toby ZOOMS THROUGH THE AIR, CRYING. Tears STREAM BACKWARDS from his eyes.

INT. MUSEUM, FOYER - NIGHT

Tanner and Kindly arrive in the foyer, looking for Toby. They see the BLAST MARKS on the floor. They look around the crowd. A number of them POINT UP INTO THE SKY.

TANNER

Blast it!

EXT. SKYLINE, CITY -- NIGHT

Toby ZOOMS between and around the high-rise apartment buildings of Metro City. The buildings glow with pale yellow light, the living rooms and bedrooms of the apartments.

With his telescopic eyes and sensitive ears, Toby is able to ZOOM IN and witness scene after scene of DOMESTIC BLISS. In different apartments, Parents and Kids play games, eat dinner, sing songs, watch TV, read books together.

Forlorn, alone, lost, Toby SOARS past these scenes, getting more and more upset. Lastly, he sees a pair of PARENTS tucking their child into bed, the child getting in ONE LAST HUG before lights out.

It is more than Toby can bear. He SOARS UPWARDS, TEARS STREAMING FROM HIS EYES.

EXT. SKYLINE, CITY -- NIGHT

Toby, still crying, SOARS over the skyline, the city a bejeweled mountain.

EXT. ALLEY -- NIGHT

A lonely back alley on the edge, literally, of Metro City. Stacks of large dumpsters, grimy barred back windows.

From the sky, a LOW WHIRRING SOUND as Toby LANDS AT THE END OF THE ALLEY. He is low and depressed. He throws himself down on the dirty pavement and cries his eyes out.

Pause. A pile of junk across the way speaks to him.

PILE OF JUNK

You okay?

Toby looks up, startled. The pile of junk gives a chorus of moans and sighs.

(CONTINUED)

CONTINUED:

OTHER VOICES IN PILE OF JUNK
Ah, don't start, leave it alone --

TOBY
Who said that? Who's talking?

PILE OF JUNK
Me. Right here.

OTHER VOICES IN PILE OF JUNK
Hey, shut up, I'm tryin' t' rust here --

Toby peers at the pile of junk.

TOBY
Who -- who are you? What are you?

Suddenly the pile of junk moves, seemingly coming to life. Before our eyes, it transforms from a heap of miscellaneous metal to A PILE OF DISCARDED ROBOTS, EVERY SHAPE AND SIZE. From the pile leaps GEEGA, a metallic terrier-sized ROBOT DOG. Geega LANDS AT Toby'S FEET and SHAKES HIMSELF, JUST LIKE A REAL DOG. SPRINGS, OIL, METAL SHAVINGS FLY OFF HIM. He FRISKS about like a puppy, full of vigor and innocence.

GEEGA
Hi! I'm Geega! Hi hi hi!

TOBY
You're a, a robot dog?

GEEGA
Sure, we're all robots! Say hey, guys!

The robots on the pile make sad, tired attempts at greeting.

GEEGA (CONT'D)
They're a little run down.

He sits and SCRATCHES HIS EAR. Little robotic INSECTS fall out of his ears and skitter away.

GEEGA (CONT'D)
I've got a few bugs in me myself. We're waitin' for the truck.

TOBY
The truck?

GEEGA
Yeah, the recycling truck.

(CONTINUED)

CONTINUED: (2)

TOBY

You, you've been -- thrown out?

GEEGA

(shrugs)

Eh -- it happens.

(then)

Hey! I've never seen a robot looks like you. What were you built for?

TOBY

Built for?

GEEGA

Yeah, what's your purpose?

TOBY

(never thought about it)

I, I don't know...

(then)

Why did you get thrown out?

GEEGA

Design flaw. Listen to this.

He crouches in his best "angry dog" stance, but all that comes out is a plaintive meow.

GEEGA (CONT'D)

They said I won't scare away any burglars with a bark like that. Hey, can I see what you've got?

He nudges Toby's shirt open with his nose and flicks open his chestplate. His powerful HEART pulses and glows. Geega's eyes get big.

GEEGA (CONT'D)

Wow! You've got enough power to light up a carnival!

At this, the other robots on the pile sit up and take notice.

ROBOTS

Power? He's got extra power? Where?

Toby rears back a little from the robots.

TOBY

What? What do you want?

A tall, slender robot steps forward out of the bunch, meek, hat figuratively in hand.

(CONTINUED)

CONTINUED: (3)

SLENDER ROBOT

If, if you could lend us some of your power, we could get away from here, maybe find some kind of jobs, not have to go to Recycling.

Toby looks at the robots, dull, rusty, old. They regard him with hungry pleading. He then looks at his open chest-plate, which exposes his shiny new whirring and clicking innards.

EXT. TANNER BUILDING - NIGHT

Tanner's air-car PULLS UP in front of the Tanner Building. He and Kindly GET OUT and HURRY into the building.

EXT. ALLEY -- NIGHT

Meanwhile, back in the alley, the junked robots are now back to good running order. They frisk around the alley, do calisthenics, glad to be alive again.

Just now Toby energizes the last robot from a cable that extends from his chest.

SLENDER ROBOT

Hey, thanks kid! You're the best!

TOBY

Wh-what'll you do now?

SLENDER ROBOT

Who knows? Who cares? Least we're not getting recycled!

STOUT ROBOT

Oughta clear out fore th' truck gets here.

SLENDER ROBOT

We'll see ya around, kid! Thanks again!

The robots wave, shout their thanks, roll or glide off into the night. Toby watches them go, TURNS to find GEEGA still sitting there looking at him forlornly.

GEEGA

Um. Hi.

TOBY

What's the matter?

(CONTINUED)

CONTINUED:

GEEGA

(shy)

Well, um, I'm supposed to be a, you know, a companion? Y'know, for a, a boy to take care of? And I don't know where I'm gonna find a boy. So I was wondering, do, do you need someone to take care of?

TOBY

Um, gee, I don't know...I don't even know how I'm going to take care of myself...

GEEGA

Please, I'm loyal and I'm a lot of fun and I don't eat anything and I run on AC or 120, please?

He gives Toby his best "pleading puppy dog eyes."

TOBY

Well...I guess...

GEEGA

YIPEEE!!

Geega RACES TOWARD Toby, JUMPS UP ON HIM, knocking him over. He meows with joy, licking Toby's face. Toby giggles and mock-protests.

EXT. STREET -- NIGHT

Toby and Geega stroll along a seamy dockside street. Geega trots, wandering back and forth, sniffing at everything, sprightly and quick, delighted to have a new owner.

GEEGA

This is great! Boy and his dog! Robot boy and his robot dog! This is great!

(then)

What're you doing out on your own?

TOBY

I, I guess I have a design flaw too.

GEEGA

Gee, that's rough, good kid like you.

They LOOK UP. They have come to the arena docked to the side of Metro City; atop the building blares a large NEON SIGN we've seen before: "CACCIATORI'S ROBOT CIRCUS."

(CONTINUED)

CONTINUED:

GEEGA (CONT'D)

Oh! I know what this is! Come on!

Geega runs around the side of the arena. Toby chases him.

EXT. ARENA -- NIGHT

Toby chases after Geega.

TOBY

Hey! Where are we going?

GEEGA

Robot Circus! It's the best!

They come to a doorway that says "CIRCUS: ROBOT ENTRANCE."
Geega scratches at the door until it OPENS.

TOBY

We can't go in there!

GEEGA

Sure we can! We're robots, aren't we?

The door is open. Geega DARTS INSIDE. Toby looks around,
sees that no one is watching, and SNEAKS IN.

INT. CAGE -- NIGHT

Robot Toby and Geega find themselves in almost TOTAL
DARKNESS. Robot Toby BUMPS INTO A WALL OF BARS not two feet
from the entrance.

ROBOT TOBY

Where are we?

A WALL OF BARS SLIDES DOWN over the entrance, SLAMS SHUT.

GEEGA

Uh-oh...

They are in a DIMLY LIT CAGE, SIX FEET TALL and TWO FEET
SQUARE. There is a CLANKING AND THUMPING SOUND, very close
by, and then the whole cage is LIFTED UP INTO THE AIR. Robot
Toby and Geega turn to see the face of a large CARGO ROBOT.

INT. ARENA, SUB-BASEMENT -- NIGHT

Toby and Geega are TOTED DOWN A DARK PASSAGEWAY by a CARGO
ROBOT, an ugly 7-FOOT TALL robot with arms like FORKLIFTS.

(CONTINUED)

CONTINUED:

The basement is filled with pipes and crates and dark, humming machines. Somewhere in the distance, we can hear the sound of MUSIC and PEOPLE CHEERING.

TOBY

Where are we?

The cage is toted past a row of SIMILAR CAGES. Each has a robot TRAPPED WITHIN, cramped and miserable.

Toby reaches out to touch the bars of the cage, but is THROWN BACK with a SHOCK. The bars are ELECTRIFIED.

TOBY (CONT'D)

Ow!

The Cargo Robot has a THIRD ARM that extends out of its chest toward Toby and Geega and ends with a distinctive red-and-white TOOL. They BACK UP AGAINST THE FAR SIDE OF THE CAGE but the arm extends to find them. The TOOL TOUCHES EACH OF THEIR CHESTS, ATTACHES a small electronic device to each with a small SEARING sound. Toby looks at the device.

ROBOT TOBY

What is this?

CARGO ROBOT

(dead, metallic voice)

Restraining bolt. Radio-controlled.
Prevents robots from escaping.

INT. ARENA - NIGHT

THE ROBOT CIRCUS IN FULL SWING. The SRO crowd CHEERS AS...

...A ROBOT BLASTS OUT OF A CANNON, SAILS ACROSS THE ARENA AND HITS A LARGE BOXY ROBOT, WHICH COMES APART INTO TWENTY LITTLE ROUND ROBOTS, WHICH ROLL AROUND ON THE FLOOR, THEN GET UP AND REFORM INTO A PYRAMID...

...A ROBOT-LION-TAMER WITH A LARGE GUN FOR A HEAD TAMES A TEAM OF ROBOT-LIONS WITH A CHAIR AND A WHIP...

...A ROBOT BAND PLAYS INSTRUMENTS MADE FROM SMALLER ROBOTS...

...A GAGGLE OF ROBOT CLOWNS EMERGE FROM A TINY AIR-CAR...

...ROBOT AERIALISTS FLY ON THE TRAPEZE...

...A ROBOT STRONG-MAN LIFTS A STACK OF FIRE-EATING ROBOTS...

...TWO ROBOT-JUGGLERS TOSS THEIR OWN ARMS AND LEGS AT EACH OTHER, CATCH THEM AND REPLACE THEM IN AN INTRICATE PATTERN.

INT. ARENA, BACKSTAGE - NIGHT

In contrast to the colorful gay antics on stage, the backstage of the circus is a dark and gloomy place, with exhausted, broken robots working in slave conditions. They shuffle back and forth with their props and costumes, miserable and suffering. Robot taskmasters prod the workers along with electric cattle prods.

Toby and Geega's cage moves along a TRACK under the floor. Toby and Geega peer out the top of the cage, taking in the filth and squalor of the backstage. They look at each other.

GEEGA

And I thought circus folk were happy-go-lucky types.

INT. ARENA - NIGHT

Showtime. CACCIATORI, a sneaky, sweaty little man with a sneaky, sweaty little moustache, TAKES CENTER STAGE, in his red spangled ringmaster's outfit.

CACCIATORI

LADIES AND GENTLEMEN! IN THE CENTER RING, FOR YOUR DELIGHT AND AMUSEMENT, THE HIGHLIGHT OF CACCIATORI'S ROBOT CIRCUS, LIVE GLADIATORIAL COMBAT!

The crowd ERUPTS IN SHRIEKS OF MAD DELIGHT.

INT. ARENA, BASEMENT - NIGHT

Toby and Geega, in their cage, RISE UP through the floor of the arena, more confused than frightened.

Their cage arrives at a ROBOT REPAIR AREA. We see a whole WORKSHOP full of broken, limbless, headless robots being repaired by ROBOT TECHNICIANS. A stout, greasy, four-armed TECHNICIAN looks into their cage. Next to him is SNAVE, a sniveling robot functionary, in a nervous twitter.

SNAVE

We need someone, it's showtime!
(he sees Toby)
Him.

ROBOT TECHNICIAN

Him? Yer kiddin'.

(CONTINUED)

CONTINUED:

SNAVE

Do it.

He stomps off. The Robot Technician sighs, shrugs.

ROBOT TECHNICIAN

Ain't gonna be much of a show. Whatcher name, kid?

TOBY..

Ah, Toby. And this is Geega. I think there's been a mistake...

The Technician doesn't hear; with two of his arms he scrawls their names on a card, with the other two he OPENS A HATCH ON THE SIDE OF THE CAGE and SLAPS A LARGE SILVER HELMET on Toby's head. It's much too large, he can barely see.

TOBY (CONT'D)

Hey!

The Technician THROWS A SWITCH and SENDS THE CAGE UPWARD AGAIN, along its vertical track.

INT. ARENA - NIGHT

Cacciatori introduces the main attraction.

CACCIATORI

TONIGHT, IN THE RED CORNER, AT TEN FEET, THREE INCHES, AND SEVENTEEN METRIC TONS, THE MASTER OF DESTRUCTION, ZOG!!!

From one side of the arena comes ZOG, a TOWERING ROBOT OF BRUTE FORCE. Red angry eyes, claw-like hands. He bristles with spikes and armor. Long horns grow from his head.

THE CROWD GOES NUTS. Zog raises his claws above his head in a VICTORY SIGN. THE EARTH SHAKES with every step of his spike-covered feet.

Snave hands Cacciatori a CARD. He looks at it.

CLOSE UP OF CARD: the Robot Technician's handwriting is terrible. "Toby" looks like "Atoby."

CACCIATORI (CONT'D)

AND IN THE BLUE CORNER, uh, ASTROBOY --
(then, seeing Geega)
-- AND HIS COMICAL SIDEKICK FLEABAG!

(CONTINUED)

CONTINUED:

A TRAP DOOR OPENS IN THE FLOOR. THE CAGE CONTAINING TOBY AND GEEGA RISES UP INTO THE ARENA. When it has risen all the way, the SIDES of the cage FALL DOWN into the dust.

TOBY

Cool! The circus! Good seats too!

GEEGA

Robot Gladiators, right on! Wonder which poor slob's are "Astroboy and Fleabag?"

Zog LOOMS INTO VIEW, FLEXES HIS MUSCLES, GIVES Toby AN EVIL GRIN. SMOKE POURS OUT OF HIS NOSTRILS.

GEEGA (CONT'D)

Oo, he's scary. This'll be good.

TOBY

Ha, he's looking right at me.

CACCIATORI

MACHINES, LET'S MIX IT UP!

The audience cheers. ZOG ADVANCES. The penny drops.

GEEGA

Uh oh.

Geega MEOWS, FLEES. Toby is clueless.

TOBY

Geega, where --

ZOG SLAMS HIM WITH AN UPPERCUT. Toby goes FLYING. He SMASHES INTO THE BARRIER. The audience GOES WILD.

Geega sticks his head out from under a stool.

GEEGA

Fight back, Toby!

Toby picks himself off the ground, shakes his head.

TOBY

What the --

Zog SLAMS HIM AGAIN. He RICOCHETS AROUND THE BARRIER LIKE A PINBALL. The crowd LOVES IT. Geega dashes around the arena.

GEEGA

Come on, Toby! HIT him!

(CONTINUED)

CONTINUED: (2)

Toby reels, dizzy. ZOG SMACKS HIM AGAIN. Toby FLIPS into the air, and Zog SMACKS HIM AGAIN on the way down. Toby BOUNCES END OVER END, comes to rest next to Geega.

GEEGA (CONT'D)

He'll turn you into a toaster!

ZOG TOWERS OVER Toby.

ZOG

HA HA HA!! PUNY LITTLE ROBOT!! GOING TO
RUN CRYING HOME TO DADDY?!

Toby scowls. That hurt. THE JETS IN HIS LEGS SWITCH ON.

Toby BLASTS OFF INTO THE AIR, AIMED RIGHT AT Zog'S HEAD. Zog REELS, STARTLED. Toby PUNCHES Zog'S HEAD, KNOCKS IT SPINNING ROUND AND ROUND ON HIS NECK.

ZOG FALLS BACKWARDS, HIS HEAD BADLY DENTED.

Cacciatori stares, slack-jawed. Toby HOVERS ABOVE THE RING, SCOWLING, LEG-JETS BLASTING. THE CROWD GOES WILD.

Zog GETS UP, DAZED. HE SETS HIS HEAD ON STRAIGHT. SMOKE SHOOTs OUT OF HIS NOSTRILS IN AN ANGRY SNORT. HIS HAND UNFOLDS AND TRANSFORMS INTO A LASER CANNON. HE FIRES AT TOBY. Toby SWOOPS DOWN, DODGES THE LASER BLASTS AND PUNCHES ZOG IN THE GUT, SENDS HIM FLYING. HIS ENORMOUS MASS BASHES INTO THE BARRIER, SHATTERS IT. WHEN HE IS DOWN TOBY GIVES HIS BUTT A JET BLAST. ZOG GETS UP, FURIOUS, SWINGS WILD.

Toby SWOOPS IN; WITH A FLURRY OF PUNCHES HE BENDS, DENTS, PULVERIZES ZOG.

ZOG REELS, then FLEXES HIS LEG. HIS LEG TRANSFORMS INTO A LONG, EVIL-LOOKING HOOK. Moving like a kick-boxer, he KICKS VIOLENTLY AT ASTROBOY.

Astroboy ZOOMS IN, GRABS THE LONG HOOK-LEG, and SPINS ZOG AROUND AND AROUND, SPINNING HIS OTHER LEG INTO THE FLOOR.

ZOG'S LEG BREAKS. HE FALLS, WHIMPERS, COWERS, BEATEN. SMOKE RISES FROM HIS BODY IN A DOZEN PLACES.

THE CROWD GOES NUTS. GEEGA TROTS OVER TO THE FALLEN ZOG AND GIVES HIM ONE LAST KICK.

Toby LANDS ON ZOG'S CHEST, TRIUMPHANT. The crowd CHEERS, demands the *coup de grace*.

(CONTINUED)

CONTINUED: (3)

A METAL BATON lowers from the ceiling on a wire. It comes to Toby's hand. He looks at it, hits a button on the side. A BLUE LASER AXE BLOSSOMS at one end. Toby is alarmed.

CROWD
KILL! KILL! KILL!

Toby looks at the defeated Zog. Lying in the dust, covered with spatters of oil, Zog no longer looks mean. He looks noble, a worthy opponent.

On the sidelines, Cacciatori URGES TOBY to go ahead and cut off Zog's head.

Toby looks back at the laser-axe, TURNS IT OFF and THROWS IT TO THE GROUND. It lands with a harmless puff in the dust.

TOBY
No.

The crowd stops shouting, goes silent. No?

TOBY (CONT'D)
I won't do it. Life is too important.
Even a robot's life. I won't do it.

He TAKES OFF HIS HELMET, revealing himself as Toby. The crowd buzzes; it's Toby the robot, what does this mean?

Cacciatori looks around, frightened: what should he do?

Then, he GETS AN IDEA. HE DASHES INTO THE ARENA, goes to TOBY, RAISES HIS ARM IN TRIUMPH.

CACCIATORI
LADIES AND GENTLEMEN, I GIVE YOU
CACCIATORI'S ROBOT CIRCUS'S NEWEST
ATTRACTION, ASTROBOY THE MERCIFUL!

The crowd BURSTS INTO APPLAUSE, CHANTS the new name.

CROWD
ASTROBOY! ASTROBOY! ASTROBOY!

GEEGA does a victory dance around Zog's fallen body, catches a rose in his teeth. TOBY STEPS FORWARD, SLOWLY. The doubt and confusion on his face give way to relief and happiness.

He has been accepted. He is loved. He is...

ASTROBOY
"Astroboy."

(CONTINUED)

CONTINUED: (4)

Geega looks from the crowd to his robot friend, who soaks up the applause. Astroboy turns and meets Geega's eye.

ASTROBOY (CONT'D)

Astroboy.

INT. TANNER BUILDING, CONFERENCE ROOM - NIGHT

The middle of the night. Tanner is with Kindly in the huge conference room. They are bleary-eyed with concentration. A large MAP of METRO CITY is projected on the wall.

TANNER

He's virtually indestructible, so at least we don't have to worry about --

FLOR, Tanner's robot secretary, enters.

FLOR

Dr. Tanner?

TANNER

Not now, Flor!

FLOR

I'm sorry, I think you should see this.

She points to a TV; her hand unfolds, re-forms into a remote.

On TV is a NEWS REPORT; we SEE ASTROBOY FLY AROUND THE CIRCUS ARENA, WAVING TO THE CROWD. He looks like a SHOOTING STAR.

ANCHORWOMAN (V.O.)

The Robot Circus has a wonderful new attraction! Yes, the boy who was Toby is now Astroboy and has just proven himself to be a star of the first magnitude! Dr. Tanner's brilliant creation wowed circus visitors tonight with a fantastic display of strength and skill!

Tanner and Kindly watch the TV, stunned.

TANNER

Flor, could you please see Dr. Kindly out? I have some thinking to do.

INT. RICHARD LAMP'S LIVING ROOM - NIGHT

Richard Lamp has transformed his cramped little living room into a makeshift home lab complete with workbench, computer network and a large tangle of interconnecting machines. On the workbench is a LITTLE ROBOT, a homemade version of the one we saw in the Nanobrain demonstration. Because it is homemade, its look is extremely crude, looking more like a little misshapen skeleton than a man.

On the wall are a number of wrinkled and scuffed blueprints, maps, plans and schematics. A CHALKBOARD is covered with a forest of undecipherable equations and electrical schematics.

Lamp is BENT OVER HIS WORKBENCH, attempting to make a new Nanobrain with a circuit board, a soldering iron, and a large magnifier. A small PILE of failed attempts lie broken on the floor. The TV report on Astroboy plays in the background. Lamp grumbles to himself.

LAMP

Astroboy, big deal. Wait 'til they see the next thing that comes out of Tanner.

He sniggers with glee as he solders a last bit on his large, bulky, homemade Nanobrain. He gingerly lifts it up and inserts it into a slot in the neck of the skeleton robot; he gazes lovingly into its dead mechanical face.

- LAMP (CONT'D)

I shall send you, my little man, in a box, special delivery, to the Tanner Building. Once you are inside I shall switch you on by this remote control.

He picks up a REMOTE CONTROL device and shows it to the lifeless robot.

LAMP (CONT'D)

You shall devour every machine in the building. Every robot, every computer, every last copy machine and stapler. Then the world will know who is the superior builder of robots.

He picks up the little robot and carries it over to the coffee table. He clears away a mess of fast-food wrappers and places the little robot down. He looks around the room and grabs the nearest machine, an antique wind-up clock. He puts the clock down next to the little skeleton robot.

(CONTINUED)

CONTINUED:

LAMP (CONT'D)

Ruined. He will be ruined.

He picks up a remote control and points it at the robot. The skeleton robot COMES TO LIFE, its eyes glowing with an evil yellow light. It looks at the clock and SCOWLS. ITS CHEST OPENS...but no tentacles shoot out. Instead, there is only a small whining sound as the little robot strains and quivers. Then, a SPARK shoots out the back of its neck as the homemade Nanobrain BREAKS in half and SHOOTS OUT OF ITS SLOT. The little skeleton robot FALLS FORWARD, OFF THE TABLE AND ONTO THE FLOOR, where it breaks into several pieces. Lamp scowls and throws down the remote. He picks up the charred, broken Nanobrain and examines it.

LAMP (CONT'D)

Blast! I can't create a sophisticated piece of equipment in a place like this! I have to get the real one.

EXT. CIRCUS ARENA -- NIGHT

A week later. The neon sign atop the arena now reads, in small letters, "CACCIATORI'S ROBOT CIRCUS," then, in HUGE letters, "FEATURING THE AMAZING ASTROBOY!" Along with a new animated video-board sign that is a picture of ASTROBOY.

INT. ARENA - NIGHT

In the center ring, ASTROBOY makes a great show of beating up ANOTHER HUGE, MEAN ROBOT. It's terrifically entertaining.

IN THE CROWD, DR. O'SHAY, with DR. KINDLY, watches the show.

O'SHAY

Why doesn't he just apologize to him?

KINDLY

You taught him. Was he ever humble?

O'SHAY

Hm. Point taken.

IN ANOTHER PART OF THE AUDIENCE, TANNER SITS IN THE BACK ROW, in the dark, wearing sunglasses, studying the action in the arena, thinking, thinking.

FOR THE FINALE, Astroboy CIRCLES THE ARENA, FLYING over the heads of the crowd. They go nuts. They love him.

INT. CIRCUS ARENA, BACKSTAGE -- NIGHT

Astroboy backstage, after the show. He walks through the warren of dressing rooms and machine shops with Geega. It is the same dank, depressing place, but it seems different now with Astroboy there. As he walks through, everyone seems to cheer up, even the broken robots. The one we just saw him beat to a pulp looks up from his repair bay and waves.

ROBOT

Great show, Astroboy!

ASTROBOY

Thanks, you too!

A SCHOOL GROUP is USHERED THROUGH. The kids WAVE delightedly at Astroboy and CHEER.

KIDS

Hey Astroboy!

He WAVES BACK.

ASTROBOY

Hi! Hi everyone!

A group of TUMBLING ROBOTS tumble by.

TUMBLING ROBOTS

Hi Astroboy!

Astroboy waves. A ROBOT POSTMAN approaches Astroboy with a sack full of letters.

ROBOT POSTMAN

Fan mail for Astroboy! A paving machine in Brazil says you changed his life!

ASTROBOY

Gee, that's great.

To one side, Cacciatori and Snavé observe the action.

SNAVE

Well, morale is certainly up.

CACCIATORI

Nothing worse than a robot with hope.

INT. ARENA, BACKSTAGE - CONTINUOUS

Astroboy and Geega come to Astroboy's DRESSING ROOM. ZOG sits on guard. He perches on a tiny stool, working on something even tinier with his enormous claw-like hands. His eyes are now a PLACID GREEN.

ASTROBOY

Hi Zog.

Zog looks up, his face brightens. Astroboy is his hero.

ZOG

Astroboy. Look what Zog make.

He holds up a NEEDLEPOINT work: it is a picture of Astroboy streaking through the sky. It's crude but heartfelt.

ASTROBOY

Thanks, Zog. That's great.

ZOG

Astroboy save Zog.

He bows to Astroboy, and pats Geega on the head.

ZOG (CONT'D)

Nice Fleabag.

GEEGA

That's Geega, you -- oh never mind.

INT. DRESSING ROOM -- NIGHT

Inside Astroboy's dressing room, Astroboy, Zog and Geega are abed. Astroboy and Zog have bunk beds, with Zog on top. His enormous frame hangs over both ends of the bed. His snore is a deep, metallic rumble.

On the floor, Geega lies curled up in his wicker dog-bed. He purrs and mews sleepily as his leg twitches.

Astroboy lies awake. He stares at the ceiling.

He gets out of bed and leaves the trailer, silently.

EXT. ARENA, ROOF -- NIGHT

A HATCH on the roof of the arena opens and Astroboy comes out. He sits down, thinking.

(CONTINUED)

CONTINUED:

He opens his chestplate and reaches inside. He takes out a folded-up magazine cover. He unfolds it: it's a copy of *TIMELY* featuring Dr. Tanner and himself on the cover.

Astroboy looks at the picture, then looks away.

WE TILT UP TO THE SKIES then TILT DOWN AGAIN, coming to...

EXT. TANNER BUILDING, ROOFTOP -- NIGHT

...TANNER, standing atop the Tanner Building, looks up at that same sky, holding a PICTURE of ASTROBOY. He SIGHs, LOOKS DOWN AT THE PICTURE.

INT. TANNER BUILDING, HALLWAY - DAY

High, spacious hallways. Staff come and go, mill about.

A TOUR GROUP comes down the hall, led by a ROBOT TOUR GUIDE.

ROBOT TOUR GUIDE

Tanner Robotics is home to some of the
greatest innovations in modern science...

As the Tour Group goes by, we see that, towards the back, one Tourist, wearing a wide-brimmed HAT and SUNGLASSES, is actually a furtive and frightened RICHARD LAMP. He carries by his side a large SACHEL.

INT. TANNER BUILDING, "HALL OF SHAME" - DAY

The Tour Group is being led through a large room full of bad robotic ideas. On the Ford tour, this is where the Edsel would be on display. The Tour Group laughs and points at the various funny-looking robots.

ROBOT TOUR GUIDE

Not every idea that Tanner comes up with
is brilliant, and here in our "Hall of
Shame" we proudly present some of
Tanner's funniest and costliest goofs.

The Tour Guide stops before a display that shows the little robot/coffee machine from the first scene.

ROBOT TOUR GUIDE (CONT'D)

For instance, would you believe that this
funny little fellow was once thought to
be the future of robotics?

(CONTINUED)

CONTINUED:

The tour group LAUGHS at the odd-looking thing. Lamp SCOWLS at their laughter. As the tour group MOVES ON, he HANGS BEHIND. When they are gone, he GOES TO THE DISPLAY, puts down his satchel and takes out a SMALL CAPSULE. He PINCHES it and it produces a CLOUD OF SMOKE that reveals the display to be SURROUNDED BY A COMPLEX MATRIX OF BLUE LASER BEAMS.

He produces a tool that is like a supermarket grabber with a set of mirrors attached to the sides. He SLIPS THE DEVICE THROUGH THE LASERS, reflecting them back to their sources, and GRABS THE ROBOT FROM ITS STAND.

INT. ARENA - DAY

It is the afternoon before a show. In the center of the arena, in a LONE SPOTLIGHT, Astroboy throws a rubber ball against a backstop. It ricochets UP, bouncing off a similar backstop up in the RAFTERS, off another backstop against the far wall, and back into Astroboy's hand. A VOICE comes to him from the surrounding darkness.

KINDLY (O.S.)

Astroboy?

Astroboy stops at the sound of Kindly's voice.

ASTROBOY

Dr. Kindly?

KINDLY and O'SHAY step into the spotlight.

KINDLY

Hi Astroboy.

Astroboy can't hide his affection for Dr. Kindly. He smiles.

ASTROBOY

Hi.

KINDLY

This is Dr. O'Shay from the Ministry of Science.

O'SHAY

Very pleased to meet you, Astroboy.

Astroboy looks at Dr. O'Shay and his improbable nose.

ASTROBOY

Who built you?

O'Shay LAUGHS.

(CONTINUED)

CONTINUED:

O' SHAY

Well, we all have our design flaws.

(then)

I taught your father when he wasn't much older than you. I'm sure he misses you very much. You shouldn't be so hard on him. It was very hard for him to lose his son. And now he's done it twice.

ASTROBOY

I'm not his son.

KINDLY

I'm sure he loves you very much.

ASTROBOY

I'm not even a boy. I'm just a machine.

O' SHAY

Oh, I think you are a boy. You're a hundred times more boy than any other boy. And like all boys, you crave excitement, adventure.

KINDLY

I really care about you, Astroboy. And we both think you'd be better off at the Ministry of Science.

O' SHAY

Your powers could be a great benefit to society. And you'd be surrounded by people who care about who you are instead of who you're not.

Astroboy stops for a moment and looks at O'Shay and Kindly. Thinks. Then goes back to throwing the ball.

ASTROBOY

I like where I am.

KINDLY

Astroboy --

O' SHAY

That's all right, Dr. Kindly. Astroboy has a brain capacity a hundred times larger and faster than ours. I'm sure he knows what he's doing.

(then, to Astroboy)

But if you ever change your mind...

(CONTINUED)

CONTINUED: (2)

He produces a BUSINESS CARD and leaves it on a stage platform. He and Kindly walk away. Kindly looks back at Astroboy, who continues to throw the ball at the backstop.

When they are gone, Astroboy stops throwing the ball, goes over to the platform, picks up the card, looks at it. The Ministry of Science logo features a rocketship that exudes glamour and excitement.

Astroboy looks at it and thinks..

INT. ARENA - NIGHT

Another performance. Astroboy faces off with another huge, fearsome opponent. The battle is dynamic and earth-shaking.

In the middle of the fight, Astroboy hears a VOICE call out to him. He turns around to see AMIE and the rest of his school friends sitting in the front row.

AMIE

We love you, Astroboy!

Astroboy SMILES and WAVES. In his moment of distraction, his opponent WALLOPS HIM UPSIDE THE HEAD. He goes flying.

INT. ARENA - NIGHT

The end of the show. The robots all TAKE A BOW to the crowd. They link hands and smile gratefully and with true happiness. They clap to the audience and wave.

And ASTROBOY is the star performer. He has never felt so content. His school friends jump up and down, cheering. Amie seems genuinely smitten. Astroboy looks at her and blushes.

INT. ARENA, BACKSTAGE - NIGHT

After the show. Astroboy, Geega and Zog walk through the backstage area. What was dark, dank and decrepit a short time ago is now bright, airy and festive. The performers, full of energy and happiness, chase each other around like kids, cut capers and dance for their own amusement.

GEEGA

Great show! You had me worried for a second there in the third round --

(CONTINUED)

CONTINUED:

ASTROBOY

Just trying to add a little suspense --

Astroboy sees something off-screen and STOPS abruptly. Geega RUNS INTO HIM.

GEEGA

Hey, watch where you -- uh oh.

Before them, towering over them, is TANNER.

ASTROBOY

Uh, h-hi, dad.

TANNER

Toby. Son.

He extends a hand for Astroboy to take.

TANNER (CONT'D)

Fun's fun. But it's time to go home.

Astroboy looks at the extended hand, but does not take it. He looks up at Tanner, his confidence building.

ASTROBOY

I am home. And I'm not your son.

He WALKS ON, followed by Geega and Zog. Tanner strides along beside him. The other robots EAVESDROP on their conversation and trail after them.

TANNER

Of course you are. Come home. I'm asking you.

(then)

Please.

ASTROBOY

I like it here.

TANNER

Toby, you're the most amazing robot ever built -- such incredible powers, you could be do so much more than be an, an entertainer --

ASTROBOY

They're my powers. I can do what I want with them.

TANNER

I gave you those powers.

(CONTINUED)

CONTINUED: (2)

ASTROBOY

You gave me my powers but you don't want me to use them.

TANNER

Of course I want you to use them. But not like this.

ASTROBOY

No, just on your terms. You created me to solve your problems. What about what I want? Have you ever thought of that? Or were you this bad a father to the first Toby?

Tanner flinches: that hurt.

ASTROBOY (CONT'D)

Here I have robots, my own kind, who need me. Geega needs me, Zog needs me --

TANNER

They can come home too.

ASTROBOY

The circus needs me --

TANNER

The circus doesn't need you.

ASTROBOY

Mr. Cacciatori says I'm his biggest star.

TANNER

Mr. Cacciatori just sold you to me.

Astroboy STOPS in his tracks, turns, GLARES at Tanner.

ASTROBOY

Sold me?

Tanner produces a RECEIPT and a BILL OF SALE, holds them out as proof.

TANNER

Come home. Please.

ASTROBOY

You bought me? You bought me?

TANNER

Please, Toby.

(CONTINUED)

CONTINUED: (3)

Astroboy's expression turns cold and hard.

ASTROBOY
My name is Astroboy.

He turns and walks away. Tanner STARTS AFTER HIM, but ZOG steps into his path.

ZOG
You. Go. Now.

Tanner LOOKS AROUND. He's SURROUNDED by hostile robots. At his feet, GEEGA growls.

INT. CACCIATORI'S OFFICE -- DAY

Mr. Cacciatori sits behind his desk, counting large stacks of money. Snave stands by his side, looking over his shoulder. The red-and-white restraining-bolt TOOL that we remember from the cargo robot hangs on the wall among the clipboards and office machines. Astroboy enters, with Geega, Zog and a dozen other circus robots.

CACCIATORI
What do you want?

ASTROBOY
We need to talk.

SNAVE
Make an appointment.

ASTROBOY
You can't sell me. You never bought me.

CACCIATORI
You're my property. Your restraining bolt proves it.

ASTROBOY
I'm no one's property. I was trapped, against my will, and if you want to keep me here, there have to be some changes.

CACCIATORI
Machines making demands, that's rich. What do you want, stock options?

ASTROBOY
We like performing. But we want to be free to come and go when we want.

(CONTINUED)

CONTINUED:

CACCIATORI

What do you think this is, a democracy?
I own you. You'll do what I say when I
say. Got that?

ASTROBOY

All right, you leave me no choice.

He DRAWS BACK HIS HAND, AS IF TO PUNCH CACCIATORI.
Cacciatori and Snave both DUCK like cowards. But when
Astroboy RELEASES HIS FIST, it merely EXTENDS on metal rods
OVER CACCIATORI'S HEAD to the spot on the wall where the red-
and-white TOOL hangs.

He PLUCKS the tool off the wall and applies it to his
RESTRAINING BOLT. There is a BEEP AND A CLICK and the bolt
POPS OFF. It clatters harmlessly on the desk.

CACCIATORI

Hey -- you -- that --

ASTROBOY

See you later.

He turns around and WALKS OUT THE DOOR, taking the Bolt
Remover with him. The other robots follow him. Cacciatori
and Snave look at each other.

CACCIATORI

Can he do that?

SNAVE

I think he just did, sir.

EXT. ARENA - DAY

Astroboy, Geega, Zog and the others come walking out of the
arena, looking around, blinking in the daylight. They have
all removed their restraining bolts. It is midday and the
streets are crowded with passersby.

ASTROBOY

Well, what do you guys wanna do?

GEEGA

How about the park? You wanna go to the
park? I wanna go to the park.

ZOG

Um...what's a park?

EXT. PARK - DAY

OVERHEAD SHOT: Seaside Park stretches along one edge of Metro City. There are lawns, an amusement area, a skateboard park.

AT THE ENTRANCE, Astroboy, Geega, Zog and the others stride into the PARK. They look quite a sight, strolling along, chattering, pointing at things. The futuristic park has taken landscaping to a whole new level. Not only are bushes grown and cut to specific forms, but the hills and grass have all been sculpted into bizarre, unnatural shapes.

Geega trots around, weaving in and out of the group, sniffing everything. The fearsome looking ZOG carries a single BALLOON ON A STRING and GAWKS LIKE A CHILD.

People stop and stare. Some of them have ROBOT SERVANTS, who also stop and stare. The group attracts attention and not all of it positive. There is something unwelcome, something threatening about a group of robots, especially circus robots, walking around free.

EXT. PARK - DAY

The robots RACE around in a broad lawn area of the park, for no other reason except they can. It's all perfectly innocent and fun, except for the humans lounging in the sun, having picnics and reading. They are startled and alarmed by what looks like a rampaging, marauding group of robots.

EXT. PARK - DAY

Later, the robots play FRISBEE with the HEAD of another robot, whose head happens to resemble a frisbee. Geega runs and jumps and flips just like a real dog. Nearby, ZOG perches on a TINY STOOL in front of a TINY EASEL, wearing a BLACK BERET, painting the scene.

EXT. PARK, AIR-SKATEBOARD RAMP PARK - DAY

Later, in the concrete air-skateboard ramp park, a fabulous space filled with concrete and plastic ramps, loops, tunnels and mazes, Astroboy rides an AIR-SKATEBOARD among a group of other nine-year-olds. He is, of course, great at it. Behind a fence, the other robots cheer him on. ZOG has a popsicle; he goes to lick it, and his metal tongue STICKS FAST to it. FROST spreads ALL OVER HIS HEAD.

(CONTINUED)

CONTINUED:

Astroboy ZOOMS PAST a gang of teen SKATEPUNKS, dressed in appropriately ugly, obnoxious style. One of them LOSES HIS BALANCE and FALLS OVER. He LOOKS UP and SNEERS at the passing Astroboy.

EXT. BOARDWALK -- EVENING

The day is waning, and Astroboy and company are in the arcade/amusement park area of the park. As darkness falls, the tone of the park becomes much more adult; there are bars and nightclubs amid the hot dog stands, women in mini-skirts and couples on dates, thrill-rides and games of skill.

Astroboy and company saunter through the midway, taking it in. They look like mismatched robotic Reservoir Dogs. Astroboy's gait has taken on a manly, swaggering feel. He and the others are clearly feeling their robotic oats.

Then, sauntering up the boardwalk comes the gang of SKATEBOARD PUNKS. The LEADER, with spiky black hair, who fell over before, swaggers up to Astroboy, chewing on a toothpick, seething with attitude.

SKATEPUNK

Hey metalheads, park's for humans. Why don't you go back to work?

PUNK 2

Hey, it's Astro-butt, from the circus.

SKATEPUNK

Circus-bots, huh? No wonder they're malfunctioning.

He KICKS GEEGA in the head. Geega REELS, dizzy, meowing, dazed. The TEENS laugh.

PUNK 3

Hey look! Robo-cat!

ASTROBOY

Stop it.

SKATEPUNK

Why don't you make me stop? Go on, beat up a human, you know you want to.

He SHOVES Astroboy's shoulder. Astroboy GLARES at him, but doesn't rise to the bait. But he sees something out of the corner of his eye that gives him an idea. He narrows his eyes at the punk.

(CONTINUED)

CONTINUED:

ASTROBOY

Why don't we settle this on the track.

The Skatepunk looks at what Astroboy is referring to: a nearby futuristic thrill ride called "DEATHRACE 3000." It is a 3-D racetrack that goes up, down, around, back in, upside down and inside out, more like a roller-coaster than a racetrack, all stacked up, three stories tall.

The Skatepunk sneers a grin at Astroboy.

SKATEPUNK

Kid, you don't know the trouble you just got yourself into.

EXT. DEATHRACE TRACK - NIGHT

The Deathrace track is festooned with dramatic lighting and intense driving music blares from loudspeakers.

AT THE TOP of the track, at the STARTING LINE, Astroboy and the SKATEPUNK LEADER strap themselves into their cars, mean little racers that hover suspended inches above the track. They glare at each other with anger as other teens get into their cars and start their engines.

The other robots and skatepunks watch from the other side of a safety fence.

An electronic sign COUNTS DOWN and then gives the SIGNAL TO START. When they get the green light, the racers STOMP down on their accelerators and ZOOM ROARING out of the gate.

Astroboy, the Skatepunk and the other racers ZOOM around the track, up down and around. They pass each other to the left and right and over the top as well. They are held to the track by powerful electromagnets that keep them from sailing off into the crowd. The world tilts, sways, turns upside-down as they rocket along.

Astroboy, with only the technology of the car at his disposal, has met his match with the Skatepunk, who, it seems, is a master Deathracer. Every maneuver Astroboy tries, the Skatepunk is better at it. Not only is he better at it, but he does it effortlessly, with grace and panache, while Astroboy has to grit his teeth to manage each leap, turn and corkscrew.

Before long the two of them have LEFT OF THE REST OF THE PACK BEHIND and are racing alone, neck and neck.

(CONTINUED)

CONTINUED:

They approach the finish line. There are a number of steep hairpin turns before them. The Skatepunk STEERS ALONG THE INSIDE OF THE TRACK, pushing Astroboy up against the outside guardrail. His car SCRAPES ALONG THE RAIL. Sparks fly.

ASTROBOY

Hey!

The Skatepunk leers over at Astroboy and PUSHES HARDER. The sides of Astroboy's car begin to CRUMPLE under the pressure. Astroboy grits his teeth and tries to PUSH AHEAD of the Skatepunk, but the Skatepunk knows what he's doing: UP AHEAD, IN THE STRAIGHTAWAY, THE TRACK NARROWS TO A SINGLE LANE, ALL THE WAY TO THE FINISH LINE. If Astroboy lets the Skatepunk keep his lead, he'll lose. It's now or never.

The Skatepunk LAUGHS OUT LOUD at the hapless Astroboy as his car presses Astroboy's car into the rail.

Astroboy UNDOES HIS SAFETY HARNESS, REACHES OUT OF HIS car and with a flex of his mighty arm, SHOVES HIMSELF AWAY from the Skatepunk's car, but TOO ROUGHLY. His car SMASHES THROUGH THE RAIL and then through the surrounding fence.

It SAILS THROUGH THE AIR and SMASHES THROUGH a supporting beam for the ROLLER-COASTER that abuts the Deathrace track. A section of the roller-coaster TRACK COLLAPSES DOWN ON TOP OF HIM as he HITS THE GROUND AND SKIDS TO A SCREECHING HALT, leaving a DEEP GOUGE in the boardwalk.

He gets out of his wrecked car and looks around, dazed, panicked. THE ROLLER-COASTER, full of kids, IS COMING DOWN THE TRACK TOWARD the GAP IN THE TRACK.

ASTROBOY'S POV: THE GAPING TRACK, THE SPEEDING COASTER. A MESSAGE FLASHES: "PRIORITY ONE, SAVE PEOPLE."

He GASPS and BLASTS OFF TOWARD THE SPEEDING COASTER. The kids in the coaster SCREAM when he ZOOMS UP THROUGH THE TRACK, LIFTING THE COASTER OFF THE RAILS AND INTO THE AIR.

HE SOARS THROUGH THE AIR HOLDING THE COASTER OVER HIS HEAD. The kids inside the coaster SCREAM.

People down on the boardwalk look up, point and SCREAM at the spectacle of the flying coaster.

Astroboy flies over to an uncrowded spot in the boardwalk and LANDS ROUGHLY. His feet DIG INTO THE BOARDWALK. He TRIPS AND FALLS; the coaster FLIES OUT OF HIS HANDS. It HITS THE GROUND HARD and BOUNCES. People FLEE OUT OF THE WAY as the coaster ROCKETS DOWN THE BOARDWALK and INTO A SOUVENIR STAND, which COLLAPSES AROUND IT ON IMPACT.

(CONTINUED)

CONTINUED: (2)

Astroboy RUNS to the souvenir stand and CLEARS AWAY THE WRECKAGE. Everyone in the coaster is alive but very upset.

ASTROBOY (CONT'D)

Are you okay? Is everyone okay?

KID

What the heck did you do that for?!

CUT TO: AN AMATEUR VIDEO OF THE SCENE, WITH BROADCAST GRAPHICS. We see Astroboy in the air with the coaster over his head. It looks as if he is, for no reason, lifting the coaster off its track and throwing it into the crowd.

ANCHORWOMAN (V.O.)

These was the scene today when circus attraction Astroboy, for reasons unknown, hijacked a roller-coaster full of terrified passengers. Luckily no one was seriously hurt in the incident.

We then see Astroboy and the other circus robots being led by police-bots into a police air-van. They loudly protest their innocence, but the onlooking crowd angrily shouts them down.

A REPORTER appears on the scene. With him is WARREN PIERCE.

REPORTER (ON TV)

A truly remarkable turn of events. A great robot, a great entertainer, filled with inner rage. Who could have guessed?

PIERCE (ON TV)

Give robots intelligence and they first thing they will do is try to kill us. If the Mayor of Metro City will not stop this menace, the people should elect me to do so!

INT. JAIL CELL - NIGHT

City Jail. Like many buildings in Metro City, it is vertically, not horizontally, integrated. Rather than a long row of cells, there is a tall column, with electrified bars.

Astroboy sits miserably alone in his cell. He looks at his picture of Tanner in one hand and Dr. O'Shay's card from the Ministry of Science in the other. A TV attached to the wall in the atrium outside plays static-filled news.

A Robot Guard comes hovering along on patrol. One of his arms is a telephone.

(CONTINUED)

CONTINUED:

ROBOT GUARD

Time for your phone call.

His arm extends through the bars. Astroboy looks from the picture of Tanner to Dr. O'Shay's card again. Who to call?

Just then, TANNER comes on TV, addressing the press.

VIDEO IMAGE: TANNER, in the lobby of his building, holding a press conference, with the ubiquitous army of JOURNALISTS.

JOURNALIST (ON TV)

Dr. Tanner, people are comparing you to Victor Frankenstein. There's talk of criminal charges. Any comment?

Tanner hesitates: how to answer this? He doesn't want to be confrontational; he wants, above all, to get Astroboy back.

TANNER (ON TV)

The fact is that Astroboy was created with a severe design flaw. He was designed to be a humble, peace-loving robot who would bring joy and inspiration to everyone, but this flaw has clearly turned him into a dangerous menace.

The image now abruptly CHANGES to an ANCHORMAN at a desk.

ANCHORMAN (ON TV)

We interrupt Dr. Tanner's press conference to take you now to the Mayor's office at City Hall.

The scene switches. Astroboy is crushed. He crumples the picture of Tanner in his hand. He looks abandoned, forsaken.

INT. TANNER BUILDING, LOBBY - NIGHT

We join Tanner's press conference LIVE. Tanner finishes his statement, and we get a better sense of the politics he's attempting to play.

TANNER

-- dangerous menace. If the city will hand the malfunctioning unit to my care, I will make sure he never interfaces with the public again.

(CONTINUED)

CONTINUED:

JOURNALIST

Have you heard that the Mayor is expected to announce tonight that Astroboy is to be destroyed?

This completely changes Tanner's attitude. All attempts at subtlety are dropped.

TANNER

He what?

INT. CITY HALL - NIGHT

The Mayor gives a press conference in front of a banner showing the city seal. He is a round little man with a long stiff white moustache. Cameras click, flash units pop.

MAYOR

I am aware of the great leap of technology that Astroboy represents, but no robot, no matter how amazing, can be allowed to run amok through our streets. Therefore I have tonight signed the order for Astroboy to be powered down, his memory erased, his body destroyed.

Just then, TANNER bursts in the door at the back of the room. He fights his way through the forest of boom mikes and journalists.

TANNER

You cannot destroy Astroboy! I demand that you turn him over to my custody!

MAYOR

Stop that man! Restrain him!

A group of POLICE ROBOTS grab Tanner and restrain him.

MAYOR

Dr. Tanner, I understand that you put a great deal of time, effort and expense into this machine, but the fact remains that he is a machine and he is a danger to our city. He must be destroyed.

TANNER

You can't talk to me like that! I'm Robert Tanner! I built this city!

(CONTINUED)

CONTINUED:

MAYOR

(to the police)

Remove this man from this office, please.

Tanner is DRAGGED OUT by the police-bots.

INT. EXECUTION CELL - NIGHT

In a large jail cell, Astroboy is strapped down to a table by a pair of burly GUARD ROBOTS. He does not fight. He is only contrite, miserable, frightened.

ASTROBOY

I'm sorry. I'm sorry. I'm sorry.

A thin, slight ROBOT DOCTOR approaches Astroboy.

ROBOT DOCTOR

I'm sorry too kid, but this is just the way it is.

ASTROBOY'S POV: We see the ceiling of the execution cell, the two Guard Robots off to the side, and the Robot Doctor bending over us. Astroboy's chestplate is OPENED UP, and the Doctor reaches in with an electronic instrument. THINGS START TO DIM, THEN FLICKER. THEN, BLACKNESS.

WE STAY IN BLACKNESS FOR A MOMENT. THEN...

ASTROBOY'S POV: SCREEN COMES BACK ON. We see A BLUE SKY AND PUFFY WHITE CLOUDS. In the foreground, bending over us, are DR. O'SHAY and DR. KINDLY. O'Shay makes a few adjustments with an instrument and the image FLICKERS AND SPUTTERS.

KINDLY

I think he's coming back online.

O'SHAY

Good. Good. Oh yes, there he is.

ASTROBOY (O.S.)

Dr, Dr. Kindly? Dr. O'Shay?

KINDLY

Hello, Astroboy.

O'SHAY

Hi little fella.

ASTROBOY (O.S.)

Is this, is this Heaven?

(CONTINUED)

CONTINUED:

Kindly and O'Shay LAUGH.

O'SHAY

Oh goodness no. This, my dear boy, is
the Ministry of Science.

Then, suddenly, A BIG HAPPY DOG FACE BOUNDS INTO VIEW AND
STARTS LICKING THE CAMERA.

INT. LABORATORY, MINISTRY OF SCIENCE - DAY

Astroboy SITS UP, laughing. It is, of course, GEEGA who is
sitting on his chest licking his face. He is in the middle
of a LABORATORY, on the top floor of the Ministry of Science,
a round, sparkling white room with a large domed skylight.
This is the source of the sky and clouds. Sophisticated
scientific equipment abounds.

ASTROBOY

Good Geega! Good boy!

A MYSTERIOUS FORCE LIFTS ASTROBOY OFF THE TABLE. He turns
around and finds that it is ZOG, who now CRUSHES ASTROBOY TO
HIS CHEST.

ZOG

Zog worry for Astroboy.

INT. MINISTRY OF SCIENCE, HALLWAY - DAY

Astroboy walks down a hallway with O'Shay and Kindly. He is
so pleased and optimistic to be alive. The Ministry of
Science is designed in the manner of a futuristic Greek
temple, with white columns, archways and vaulted ceilings.

Geega and Zog follow along behind. In the labs to the left
and right, we catch glimpses of fantastic experiments going
on through the large picture windows that each lab has.

O'SHAY

We couldn't let you die. You're much too
valuable a robot.

ASTROBOY

You said before I could benefit society.
How do I do that?

KINDLY

Dr. O'Shay and I have put together a
training center for you.

(CONTINUED)

CONTINUED:

O' SHAY

It'll help you develop and hone your skills.

They arrive at a WAREHOUSE-SIZED ROOM that houses a number of large, muscular training machines. Astroboy is impressed.

ASTROBOY

Wow! I can't wait to tell my friends!

Kindly trades looks with O'Shay.

KINDLY

Ah.

ASTROBOY

Uh-oh.

O' SHAY

Astroboy, this is all top secret.

KINDLY

The world thinks you've been permanently offlined.

O' SHAY

No one can know. You have be willing to help people without anyone knowing.

Beat. Anonymity is a new concept to Astroboy. It takes a moment to soak in.

ASTROBOY

I understand.

INT. GYM - DAY

ASTROBOY TRAINING MONTAGE:

1. Astroboy at the weight machine: he lifts the largest possible amount of weight. The lifting cables SNAP OFF.
2. Astroboy lifts the whole weight machine.
3. Astroboy lifts two weight machines, one in each hand, with Geega, Zog, O'Shay and Kindly sitting on top of them.
4. Astroboy JUGGLES FIVE weight machines, with astonishing grace and precision.

(CONTINUED)

CONTINUED:

5. Astroboy runs on a treadmill, with electrodes hooked up to his body. He runs faster and faster, until finally the treadmill **MELTS** and **FALLS APART**.

6. Astroboy "flies" in a wind tunnel. He soars, dives, swoops, does loops and spins and spirals.

7. Astroboy flies **THROUGH THE HALLS** of the Ministry of Science at hundreds of miles per hour, expertly weaving his way through tight spaces, dodging pillars and lab equipment, zooming over rafters, under desks, singeing the hair of startled scientists and administrators as he whips by.

ASTROBOY'S POV: a thrill-inducing ride through the close confines of the offices, soaring, diving, looping, people diving out of the way.

INT. TANNER'S OFFICE - NIGHT

Tanner sits alone at his desk. His office has become a kind of Astroboy shrine. Plans, blueprints, photos, circus posters, life-size models. He's somehow lost another son.

Flor glides in with a file.

FLOR

Dr. Tanner, there are some papers --

TANNER

Didn't I tell you to leave me alone?

He turns his back on her. She doesn't go. She puts the file on the desk and looks at him for a moment.

FLOR

Sir? If I may, sometimes, in moments of bad fortune, one needs the advice of an old friend.

Tanner turns to yell at her, then sees the photo of Dr. O'Shay displayed on her video monitor. He looks in her face and places a warm hand on her shoulder.

TANNER

Thank you Flor. That's very kind.

FLOR

It's a pleasure to be of service.

INT. MINISTRY OF SCIENCE, DR. O'SHAY'S OFFICE - NIGHT

Tanner sits in a chair in O'Shay's office. Dr. O'Shay stands beside him, blocking the door and the view into the darkened hallway as best he can.

O'SHAY

It's been a long time, Robert. You were my brightest pupil. I knew you'd go far.

TANNER

I need your advice.

(then)

No. I need -- I need a friend.

He buries his head in his hands.

O'SHAY

I was sorry to hear of your, your loss.

TANNER

I, I spent so much time trying to make him into something he wasn't, I never stopped to find out was he was.

O'SHAY

The important thing to remember is that just when things look darkest, that's when you should expect a ray of hope.

Just then, out in the hallway, there is a STREAK OF LIGHT and a supersonic ROAR. Tanner, with his head in his hands, does not see the flash, but he looks up, startled, at the roar.

TANNER

What was that?

O'Shay quickly LOWERS THE BLINDS on his window.

O'SHAY

What was what.

INT. RICHARD LAMP'S LIVING ROOM - NIGHT

In the dark, crowded warren of his apartment, Lamp puts the finishing touches on a new Skeleton robot. Re-assembled from the broken pieces of the first model, it is utterly misshapen and uneven.

(CONTINUED)

CONTINUED:

LAMP

You may look a little funny now, my dear boy, but I promise no one will ever make fun of you.

He gently places the stolen Nanobrain into the Skeleton's neck.

He picks it up, takes it over to the coffee table, gently places it back down. The wind-up CLOCK from the last experiment still sits there. He picks up the remote.

LAMP (CONT'D)

Here's goes nothing.

He pushes the remote button. Nothing happens.

He pushes it again. Nothing again. He mutters imprecations.

He SHAKES THE REMOTE, TAPS ITS SIDE, pushes the button over and over.

Suddenly the ugly little robot SPRINGS TO LIFE, its eyes glowing a SICKLY EVIL YELLOW.

It looks at the clock with evil intent. Its chest WHIPS OPEN and a dozen THIN SILVER LIQUID TENTACLES WHIP OUT, ENTWINING THEMSELVES AROUND THE CLOCK. The clock JITTERS AROUND THE TABLE, as if alive, as if trying to flee from its attacker. It seems to MELT in the skeleton's embrace.

Then, in a matter of seconds, it's all over. The Skeleton sits there, digesting the clock. Its now a good 25% bigger. Recognizable bits of clock, gears and springs, appear on its surface. Finally, the clock's HANDS appear on its chest.

Lamp hits another button on the remote and the Skeleton SHUTS DOWN AGAIN, the light blinking out in its eyes. The living room is as quiet as ever.

Lamp is pleased. His grimacing grin spreads.

LAMP (CONT'D)

This is gonna be one cool show.

He lifts up the robot and puts it into a RED CARDBOARD BOX, along with some packing material, and SEALS IT UP. He writes on the lid "DR. ROBERT TANNER, TANNER BUILDING, 1 TANNER SQUARE, METRO CITY."

INT. MINISTRY OF SCIENCE, ASTROBOY'S ROOM - MORNING

Astroboy, Zog and Geega in Astroboy's room, asleep. The setup is as it was in the circus trailer, with Zog on the top bunk and Geega curled asleep in a basket on the floor.

The door BURSTS opens. It's Drs. O'Shay and Kindly. Air of emergency.

O'SHAY

Astroboy? Time to go to work.

INT. MINISTRY OF SCIENCE, HALLWAY - DAY

O'Shay and Kindly walk with Astroboy through the halls of the Ministry. O'Shay hands Astroboy a sheaf of charts, maps and technical readouts.

O'SHAY

The Sikoryak, one of the Navy's new Cronus submarines, an explosion in an auxiliary reactor has crippled her; she's without power, dead on the ocean floor.

ASTROBOY

Got it.

KINDLY

Wait. She's perched on the edge of an active volcanic faultline. It could blow at any moment.

Astroboy smiles confidently at Kindly..

ASTROBOY

For a second there I thought it wasn't going to be any fun.

EXT. OCEAN FLOOR - DAY

The Sikoryak, a huge futuristic submarine, sits on the ocean floor. Its front end is canted dangerously over the precipice of a volcanic fault that shines, white hot and angry. A large HOLE has been ripped in one side of its hull from the reactor explosion.

INT. SUBMARINE, CONTROL ROOM - DAY

The crew of the Sikoryak sits, sweating bullets, in the cramped, dark, slanted, leaking control room. All power is off. The crew is up to their knees in sea water. Ominous rumbles emanate from within the ship. The depth gauge has BOTTOMED OUT at 500 feet.

CAPTAIN
Temperature?

TECHNICIAN
106 and climbing, sir.

SAILOR
They've forgotten us.

CAPTAIN
They'll send someone.

EXT. OCEAN FLOOR - CONTINUOUS

Just then, a piece of earth CRUMBLES from underneath the submarine. It TILTS significantly.

INT. SUBMARINE, CONTROL ROOM - CONTINUOUS

As the submarine TILTS into the volcanic abyss, the bulkheads SCREAM with agony. The sailors BRACE THEMSELVES.

RIVETS POP. Sea water SPRAYS into the control room.

SAILOR
We're breaking up!

EXT. OCEAN FLOOR - CONTINUOUS

The sub TILTS FURTHER. It begins SLIPPING INTO THE ABYSS.

INT. SUBMARINE - CONTINUOUS

The crew TUMBLES OVER EACH OTHER as the sub SLIDES RELENTLESSLY FORWARD. THE machines ROAR with protest, the crew yells in terror, the water POUNDS against the walls.

Then, suddenly, the sub STABILIZES. The machines stop screaming.

(CONTINUED)

CONTINUED:

The crew all look at each other: what's going on?

SAILOR
We've stabilized.

CAPTAIN
But we're still moving.

The depth gauge QUIVERS and then EASES DOWN as the ship begins RISING: 480, 475, 470...

SAILOR
We're rising. We're off the ground.

SAILOR 2
What is it?

EXT. OCEAN - CONTINUOUS

We see the huge sub RISING AWAY FROM THE VOLCANIC VENT, TOWARD THE TURQUOISE WATERS OF THE SURFACE. AS IT RISES UP, WE SEE, UNDERNEATH THE SUB, the TINY FIGURE OF ASTROBOY, HOLDING THE SUB UP LIKE ATLAS.

EXT. OCEAN, SURFACE - DAY

A FLOTILLA OF RESCUE SHIPS float in a circle in a patch of ocean. In the center of them, the wounded Sikoryak BREAKS THE SURFACE in an explosion of white foam.

EXT. TANNER SQUARE - DAY

The news screen at the south end of Tanner Square screams the headline "MIRACLE AT SEA: NAVY SUB SAVED." With the headline are shots of the crew being pulled out of the wreck. They look bewildered but happy.

People stop and watch the headlines, amazed, heartened.

INT. MINISTRY OF SCIENCE, ASTROBOY'S ROOM - NIGHT

Astroboy, Zog, Geega, Dr. O'Shay and Dr. Kindly watch the news reports of the submarine rescue.

ANCHORWOMAN (ON TV)
There is still no clue as to what mysterious force is responsible for the dramatic rescue for the crew of the Sikoryak.

(CONTINUED)

CONTINUED:

Everyone around the TV APPLAUDS Astroboy. He beams proudly.

KINDLY

Your father would be so proud of you.

Then, strangely enough, the IMAGE OF ASTROBOY appears in the video box over the anchorwoman's shoulder. Everyone QUIETS DOWN again.

ANCHORWOMAN (ON TV)

In other news, the President has today passed the so-called "Astroboy Law." The ruling outlaws any robot with independent thought. The decision is seen as a major victory for Warren Pierce, a favorite in the upcoming mayoral race in Metro City.

The joy automatically goes out of the room. On TV, a CLIP of Warren Pierce on the steps of the capitol building, with a whole army of anti-robot protesters behind him.

PIERCE (ON TV)

We must never forget the cold calculating cruelty of the robotic mind. Astroboy was just the tip of the iceberg; all intelligent machines must be stamped out.

ANCHORWOMAN (ON TV)

Robot owners are now required to install an inhibitor chip on all intelligent machines to ensure against the type of destruction that Astroboy caused just a few weeks ago.

Silence in the room. No one knows what to say. Astroboy gets up and walks away.

ASTROBOY

I'm going to bed now.

He leaves. Everyone looks at each other.

EXT. ROOFTOP, TANNER SQUARE - NIGHT

On a rooftop on Tanner Square, Richard Lamp stands peering over the ledge. Down below in the street, a MAIL-AIR-TRUCK pulls into the Tanner Receiving Area. He smiles and takes out his remote control.

INT. TANNER BUILDING, RECEIVING - NIGHT

The mail room. A staff of multi-armed Mail Room Robots gather envelopes, boxes and packages from a large pile and sort them into their proper boxes.

One of them comes across a RED BOX. Picks it up with its box-picking-up arm, SCANS it with its laser eyes. The label reads "DR. ROBERT TANNER." Suddenly the box MOVES.

The Mail Room Robot looks at the box, curious. Did it just imagine that? It taps the box. Nothing happens. Then, the box MOVES again.

The Mail Room Robot looks closer at the box. It definitely looks like something is INSIDE trying to get OUT. It POKES at the box. The box MOVES again, more pronounced this time.

The Mail Room Robot frowns. With a click, its hand sprouts a RAZOR BLADE. It cuts the tape on the box, then carefully lifts the flaps.

Nothing is visible but packing material.

The Mail Room Robot clears away some of the packing material, and PEERS INTO THE BOX. There is something vaguely metallic hiding down amid the packing material.

Suddenly, with an ear-piercing SHRIEK, a FLURRY OF LIQUID TENTACLES SHOOT OUT OF THE BOX, ENVELOPING THE HEAD OF THE MAIL ROOM ROBOT. IT STRUGGLES BUT TO NO AVAIL. AS IT STRUGGLES, ITS HEAD DISSOLVES.

THE OTHER ROBOTS COME OVER TO HELP THEIR COMRADE. THE RED BOX SWELLS AS THE ROBOT INSIDE GROWS, SPLITTING THE SEAMS.

INT. MINISTRY OF SCIENCE, HALLWAY - NIGHT

Dr. Kindly walks to Astroboy's room. She knocks gently.

KINDLY

Astroboy?

No answer. She OPENS the door. The room is empty.

INT. TANNER'S OFFICE - NIGHT

Tanner comes in the door of his office, which is still full of Astroboy memorabilia.

(CONTINUED)

CONTINUED:

He goes over to the window, which is OPEN, and SHUTS IT. He sits down and SIGHS, looking at a row of life-size Astroboy models.

ASTROBOY (O.S.)
I'm sorry.

Tanner JUMPS OUT OF HIS SKIN. Where did that come from?

One of the life-size ASTROBOY MODELS COMES TO LIFE, looking up at Tanner.

ASTROBOY
I'm sorry dad.

TANNER
Astroboy! You're alive!

He RUBS HIS EYES and LOOKS AGAIN. Yes, it is indeed Astroboy, albeit looking completely miserable.

He goes to him. Astroboy won't meet his eye.

TANNER (CONT'D)
But -- how -- what's wrong?

ASTROBOY
I'm working for Dr. O'Shay now. I'm supposed to be a secret.

TANNER
The important thing is you're alive.

ASTROBOY
I need to ask you a favor.

Tanner hunkers down to talk to Astroboy on his own level; he sees that this is something serious.

TANNER
What is it?

ASTROBOY
I want you to fix me.

TANNER
Fix you?

ASTROBOY
Your talk to the press. My design flaw.

TANNER
Astroboy, that was just --

(CONTINUED)

CONTINUED: (2)

ASTROBOY

You're right. I do have one.

He opens his chestplate. The heart-shaped D-NAC unit hums and glows red.

ASTROBOY (CONT'D)

This. I know this machine holds who I am.

TANNER

Yes.

ASTROBOY

I want you to take it away.

TANNER

T-take it away?

ASTROBOY

I want to help people. I want to be good. I do. But I always feel bad. I don't want to feel anything. I just want to be a machine. Can you do that? Take away how I feel, make me a machine?

Tanner looks at his son, smiling sadly, on the verge of tears, and shakes his head.

TANNER

No.

ASTROBOY

(crushed)

No?

TANNER

Astroboy, I gave you your powers, but no one can ever take away who you are.

(then)

I'm sorry. I'm sorry for all the things I tried to make you do, tried to make you be. Forgive me. Just because you're made perfect doesn't mean I am.

(then)

I love you, son.

He embraces Astroboy.

Just then, THE WINDOW EXPLODES INWARD. Astroboy and Tanner FALL DOWN with the shock.

AN ENORMOUS METAL CLAW comes in through the window.

EXT. TANNER BUILDING - CONTINUOUS

The SKELETON ROBOT, now THIRTY FEET TALL, CLINGS TO THE SIDE OF THE BUILDING, CLIMBING UPWARD. It has become misshapen and grotesque. It has six insectile arms with snapping claws. It has absorbed hundreds of machines and robots. We can see pieces of the Mail Room robots and dozens of other copying machines, fax machines and office robots on the surface of its skin.

INT. TANNER'S OFFICE - CONTINUOUS

Tanner and Astroboy BACK AWAY FROM THE BEAST. LIQUID TENTACLES SHOOT OUT FROM THE CLAW. They SMASH, DISMANTLE AND CONSUME THE ROBOTS FROM THE GLASS CASES. A HUNDRED FLICKING, QUIVERING TENTACLES WHIP AROUND THE AIR, GRABBING EVERY MACHINE IN SIGHT and DEVOURING IT.

ASTROBOY

What is that?!

TANNER

I was hoping you'd tell me!

ASTROBOY

It's eating the machines!

Then it DEVOURS ONE OF THE LIFE-SIZE ASTROBOY MODELS. Tanner suddenly realizes Astroboy is in grave danger. Astroboy, of course, is ready to fight.

ASTROBOY (CONT'D)

I've got to stop it!

Tanner GRABS his shoulder.

TANNER

NO! It's too dangerous!

But Astroboy BLASTS OFF and ZOOMS OUT THE WINDOW. Tanner looks out the window, turns and heads to the hallway.

EXT. TANNER BUILDING - CONTINUOUS

The still-growing Skeleton climbs up the side of the Tanner building, soaking up machines from the windows. It's now fifty feet tall.

Astroboy FLIES at it, FISTS OUT. Revving up as FAST AS HE CAN GO, he PLOWS into one of the Skeleton's claws.

(CONTINUED)

CONTINUED:

The claw BENDS at a painful angle. The Skeleton HOWLS with pain and SWATS at Astroboy. Astroboy FLIES THROUGH THE AIR, THROUGH A BUILDING, and OUT THE OTHER SIDE.

EXT. TANNER SQUARE - NIGHT

Tanner comes RUNNING out from the front of the building. Just then, a large air-SUV pulls up to the curb. O'Shay, Kindly, Geega and Zog GET OUT.

People in the street SCREAM and RUN IN TERROR. Air-cars SPIN OUT OF CONTROL AND SMASH INTO EACH OTHER.

EXT. ROOFTOP - CONTINUOUS

Richard Lamp looks down on the scene and LAUGHS.

EXT. TANNER SQUARE - CONTINUOUS

O'Shay runs up to Tanner.

O'SHAY

What on earth is that?

TANNER

I don't know, I've never seen anything like it before!

But then, he realizes that he HAS.

TANNER (CONT'D)

Wait! LAMP! LAMP, and the Nanobrain!

Zog looks up and SEES ASTROBOY GET SWATTED AGAIN by the Skeleton. His eyes TURN RED and his WEAPONS bristle.

ZOG

Robot hurt Astroboy. Bad robot.

He RAISES HIS ARM and POINTS IT AT the Skeleton. HIS LASER-CANNON emerges. He FIRES A LASER BURST AT THE SKELETON. It LOOKS DOWN AT ZOG and SNARLS with irritation.

Quicker than anyone can react, a TANGLE OF TENTACLES SHOOT OUT FROM THE SKELETON'S LEGS, WRAP THEMSELVES AROUND ZOG, and LIFT HIM UP IN THE AIR, ABSORBING HIM.

GEEGA

He ate Zog!

EXT. TANNER SQUARE - CONTINUOUS

Astroboy CIRCLES AROUND and COMES AT THE STILL-GROWING ROBOT.

DOWN THE STREET comes a FLEET OF HUGE ARMY LASER-TANKS AND ANTI-AIRCRAFT LASER CANNONS.

THE TANK COMMANDER POPS HIS HEAD OUT OF THE LEAD TANK.

TANK COMMANDER
PREPARE TO FIRE!

Tanner comes running up to him as the guns TAKE AIM.

TANNER
No! Don't fire, my son's --

TANK COMMANDER
FIRE!

WITH SHUDDERING VOLUME, THE FIRST SHOTS FIRE. BLASTS OF LASER-FIRE EXPLODE ALL AROUND THE SKELETON ROBOT. They SHAKE IT UP, BUT DO NOT CAUSE ANY REAL DAMAGE.

Astroboy DIVES AND WEAVES AROUND THE AIR-BURSTS.

OVER BY THE TANKS, TANNER SCREAMS AT THE TANK COMMANDER.

TANNER
Get these tanks out of here, you'll only make it more powerful!

But the Tank Commander can't hear him over the noise.

TANK COMMANDER
FIRE!!

Another EARTH-RATTLING VOLLEY FIRES UP AT THE SKELETON. CAUSING LITTLE DAMAGE TO THE SKELETON, BUT GREAT DAMAGE TO THE SURROUNDING BUILDINGS.

THE SKELETON ROBOT'S LEG OPENS UP AND A BLIZZARD OF TENTACLES SHOOT OUT, GRABBING THE TANKS AND LASER CANNONS. THE MASSIVE MACHINES VANISH, ARE INSTANTLY ABSORBED, LEAVING THEIR CREWS SITTING ON THE PAVEMENT, CONFUSED. THEY LOOK AT EACH OTHER AND BLINK.

THE TANKS AND LASER CANNONS BRISTLE ON THE SKELETON ROBOT'S SHOULDERS AND FOREARMS, GROWING LIKE SPINES.

(CONTINUED)

CONTINUED:

ASTROBOY HITS THE SKELETON ROBOT IN THE FACE, FULL FORCE. THE PUNCH THROWS THE ROBOT'S HEAD SIDWAYS, BUT CAUSES LITTLE OTHER DAMAGE. THE SKELETON ROBOT RETALIATES WITH BURSTS OF LASER CANNON-FIRE FROM ITS SHOULDERS AND ARMS.

ASTROBOY ZOOMS UP, DOWN, LEFT, RIGHT, DODGING THE BURSTS OF LASER-FIRE. THE SURROUNDING BUILDINGS SMASH AND SHATTER WITH THE STRAY FIRE. Astroboy PUNCHES THE LASER CANNONS, bending them, breaking them off.

Down on the ground, Tanner watches in horror.

TANNER

Don't, Astroboy! You can't stop it!

O' SHAY

I don't think anyone can stop it!

Tanner suddenly REALIZES SOMETHING.

TANNER

Wait. I can.

O' SHAY

What?

TANNER

It has a Nanobrain in its CPU.

O' SHAY

But how are you going to --

But Tanner is already RUNNING INSIDE THE BUILDING.

O' SHAY (CONT'D)

Tanner! Stop!

KINDLY

What is he doing?

O' SHAY

I have no idea.

INT. TANNER BUILDING, HALLWAY - NIGHT

The elevator door opens and TANNER RUNS OUT AND DOWN THE HALL. Staffers and robots RUN IN ALL DIRECTIONS. Silver TENTACLES snarl out from a NEARBY OFFICE. Tanner GOES THERE.

INT. OFFICE - CONTINUOUS

Tanner runs across the ruined office. One of the Skeleton's MASSIVE CLAWS is in the window.

TANNER RUNS TO THE CLAW and LEAPS ON. He LEAPS AND GRABS A CABLE HANGING OUT OF ITS LEG.

EXT. TANNER BUILDING - CONTINUOUS

Tanner CLIMBS up the side of the Skeleton, mountaineer-style, until he comes to a HATCH in the side of the Skeleton's leg. He opens it and CLIMBS INSIDE.

UP IN THE SKY, ASTROBOY ZOOMS BACK AROUND AND GIVES THE SKELETON ROBOT ANOTHER FLURRY OF PUNCHES. IT REACHES OUT; ASTROBOY IS INSTANTLY WRAPPED UP IN A MESH OF TENTACLES.

INT. SKELETON - CONTINUOUS

ASTROBOY IS ENTANGLED IN THE WRITHING, SNAPPING TENTACLES. HE STRUGGLES TO GET OUT BUT THEY ARE TOO STRONG. THEN, HE SEES, IN THE OPPOSITE DIRECTION, A DARK CAVERN, STRETCHING AWAY, THE INTERIOR OF THE SKELETON ROBOT'S GIANT ARM. HE BLASTS HIS JETS AND FLIES INTO THE BODY OF THE SKELETON.

INT. SKELETON - CONTINUOUS

ASTROBOY COMES SOARING THROUGH THE CAVERNOUS INTERIOR OF THE SKELETON ROBOT. A FOREST OF WIRES AND STRUTS, CABLES AND SUPPORTS HOLD THE THING TOGETHER. HE ROCKETS THROUGH TOWARD THE FAR WALL, FIST OUTSTRETCHED.

EXT. TANNER BUILDING - CONTINUOUS

The Skeleton's chest EXPLODES OUTWARD as ASTROBOY comes rocketing through. It HOWLS in pain but is not mortally wounded. It CLIMBS UP TO THE TOP OF THE TANNER BUILDING.

EXT. TANNER SQUARE - CONTINUOUS

The crowd below CHEERS as they see Astroboy burst through. Debris from the Skeleton comes raining down.

EXT. ROOFTOP - CONTINUOUS

Lamp sees the robot, now two hundred feet tall, CLIMB TO THE ROOFTOP OF THE TANNER BUILDING. He CACKLES with glee and PUTS ON A VIDEO HARNESS, the camera pointing at his face.

EXT. TANNER BUILDING, ROOFTOP - NIGHT

The SKELETON stands atop the Tanner building and ROARS.

SKELETON POV: we look across the cityscape and see the ANTI-GRAVITY TOWER with its huge ANTI-GRAVITY ENGINES at the top.

The Skeleton looks at the Tower and LICKS ITS CHOPS.

EXT. ROOFTOP - CONTINUOUS

Lamp SPEAKS INTO THE VIDEO CAMERA.

LAMP

There! Now the world sees!

EXT. TANNER SQUARE - CONTINUOUS

On the large video screen at the south end of Tanner Square, Lamp's FACE fills the screen.

LAMP

My brainchild is triumphant, and Tanner Robotics is ruined!

EXT. TANNER BUILDING, ROOFTOP - CONTINUOUS

The Skeleton LEAPS from the top of the Tanner building, heading toward the Anti-Gravity tower, leaping from rooftop to rooftop as if the buildings were lily pads, crushing the upper stories under its weight.

EXT. ROOFTOP - CONTINUOUS

Lamp, in his moment of gloating, does not see the Skeleton leaping TOWARD HIM.

LAMP

Genius triumphs once again!

(CONTINUED)

CONTINUED:

Suddenly, a DARK SHADOW FALLS OVER HIM. He LOOKS UP TO FIND the Skeleton's ENORMOUS FOOT COMING DOWN ON HIM.

The Skeleton LANDS SQUARELY ON LAMP, CRUSHING HIM, and then LEAPS ON TO THE NEXT BUILDING.

EXT. STREET - NIGHT

The Skeleton LEAPS ALONG, TWO HUNDRED FEET TALL. In its path, a TRAM GONDOLA courses along on its wire, full of passengers.

We move in CLOSE: THERE, WE SEE AMIE, with Astroboy's school friends, on their way home. They and the other passengers SEE THE SKELETON COMING AND SCREAM.

The Skeleton, without even stopping, REACHES OUT A GIANT CLAW and PLUCKS THE GONDOLA OFF ITS WIRE, ABSORBS IT INTO ITSELF.

EXT. ANTI-GRAVITY TOWER - CONTINUOUS

The worker we saw earlier on the Anti-Gravity Tower is taking another evening break. He suddenly sees the GIANT SKELETON ROBOT COMING TOWARD HIM, BLOCKING OUT THE LIGHT. HE DASHES TO GET OUT OF THE WAY, TOO LATE. The SKELETON LEAPS DIRECTLY ONTO THE ANTI-GRAVITY TOWER.

The tower SWAYS with the impact of the Skeleton.

EXT. TANNER SQUARE - CONTINUOUS

O'Shay and Kindly see what is happening.

O'SHAY

It's going to destroy the anti-gravity engines!

Geega looks worried.

GEEGA

I've got to help. I've got to help!

He TAKES OFF RUNNING DOWN THE STREET.

EXT. ANTI-GRAVITY TOWER - CONTINUOUS

The Skeleton begins to DEVOUR the massive anti-gravity engines. They SMOKE, WHINE AND PROTEST. The Skeleton gets BIGGER AND BIGGER as it consumes them.

EXT. TANNER SQUARE - CONTINUOUS

As the anti-gravity engines falter, the entire city starts to TILT AND ROCK. Buildings SWAY AND CRUMBLE. People RUN SCREAMING.

EXT. STREET - CONTINUOUS

Geega DODGES falling wreckage as he runs down the street.

EXT. SKY - DAY

Astroboy SOARS through the air, wheels and ATTACKS the Skeleton again. It ROARS AT HIM and SWINGS WILDLY.

As he soars past, he sees, imbedded in the side of the Skeleton, THE GONDOLA. The passengers inside pound the glass and scream. Astroboy spots AMIE and his friends among them. He REDOUBLES HIS FORCE. His leg-jets go turbo and BLAST BLUE FLAME as he ROCKETS TOWARD THE SKELETON, moving too fast for it to hit. He PUNCHES THROUGH the Skeleton's skin.

INT. SKELETON - CONTINUOUS

Inside the darkness of the Skeleton's body, eybeams blazing, Astroboy PLOWS FORWARD, bashing girders and struts to pieces.

Tentacles chase him relentlessly. He ZOOMS around a crucial strut, around and around, in and out, as the tentacles TIE THEMSELVES IN A KNOT AROUND THE STRUT. He ZOOMS UP AND OUT AND PUNCHES ANOTHER HOLE IN THE SKIN OF THE SKELETON.

INT. SKELETON - CONTINUOUS

Tanner, climbing up a cable in the interior of the Skeleton, DUCKS as Astroboy ZOOMS THROUGH THE HOLE in the Skeleton's skin, which has been opened NOT A FOOT AWAY FROM HIS HEAD.

Astroboy ZOOMS DOWN INTO THE CAVERN OF THE SKELETON'S INTERIOR, then SUDDENLY HALTS IN MID-AIR. Baffled, he TURNS in mid air and HOVERS, SEEING TANNER FOR THE FIRST TIME.

ASTROBOY

DAD! You have to get out!

Suddenly a particularly LARGE, ANGRY TENTACLE ZIPS OUT FROM NOWHERE AND GRABS ASTROBOY!

(CONTINUED)

CONTINUED:

ASTROBOY

Ah!

TANNER

Astroboy!

Astroboy FIRES HIS JETS but the tentacle holds him firm. Another tentacle appears from out of nowhere and GRABS Astroboy's arm. HE STRUGGLES MIGHTILY.

HIS ARM SNAPS OFF.

ASTROBOY

Ah!

His JETS FAIL. He PLUMMETS DOWN INTO THE DARKNESS OF THE SKELETON'S INTERIOR.

TANNER

Astroboy! No! NO!

Tanner LOOKS UP; the Nanobrain is MERE FEET ABOVE HIM.

He GRITS HIS TEETH AND CLIMBS TOWARD IT, but the shifting movements of the Skeleton makes climbing difficult.

INSERT: SKELETON'S POV: WE SEE A MESSAGE FLASHED: "Nanobrain IN DANGER. DEFEND Nanobrain."

INT. SKELETON - CONTINUOUS

As Tanner REACHES for the chip, suddenly a CABLE WHIPS OUT FROM THE WALL AND WRAPS ITSELF AROUND HIS ARM. Before he can react, ANOTHER cable wraps around his WAIST, and ANOTHER around his LEG. Now he is LASHED to the wall of the interior of the Skeleton.

EXT. ANTI-GRAVITY TOWER - CONTINUOUS

The Skeleton RAPIDLY, HUNGRILY CONSUMES THE ANTI-GRAVITY ENGINES. Turbines and generators VANISH in a moment, exploding with blue balls of energy.

EXT. TANNER SQUARE - CONTINUOUS

As the Anti-Gravity engines fail, the entire city DROPS TWENTY FEET. BUILDINGS TOPPLE. O'Shay and Kindly are THROWN TO THE GROUND.

EXT. ANTI-GRAVITY TOWER - CONTINUOUS

Geega RACES UP A STAIRCASE ON THE SIDE OF THE ANTI-GRAVITY TOWER, PANTING FROM THE EFFORT.

INT. SKELETON - CONTINUOUS

Meanwhile, inside the Skeleton, Tanner, bound by cables, STRAINS to reach the Nanobrain. The jarring motion of the Skeleton's walking prevents him from grabbing it.

INT. SKELETON - CONTINUOUS

DOWN BELOW, somewhere in the bowels of the Skeleton, a BUNDLE OF TENTACLES WRITHES AND BULGES.

INT. SKELETON - CONTINUOUS

AS TANNER STRAINS TO GRAB THE Nanobrain.

INT. SKELETON - CONTINUOUS

ASTROBOY'S FIST PUNCHING THROUGH THE WRITHING BUNDLE OF TENTACLES, SENDING METAL SHARDS FLYING.

HE ZOOMS UP THROUGH THE MIDDLE OF THE SKELETON'S INTERIOR, EYE-BEAMS BLAZING.

EXT. OCEAN - CONTINUOUS

LONG SHOT: Metro City PLUNGES INTO THE OCEAN. It quickly begins SINKING.

EXT. TANNER SQUARE - CONTINUOUS

O'Shay and Kindly RUN as a WALL OF WATER comes CRASHING DOWN THE STREET TOWARD THEM, LEVELLING BUILDINGS, BLASTING WRECKAGE ALL OVER.

EXT. ANTI-GRAVITY TOWER - CONTINUOUS

Geega races up the side of the tower. He is now at the same level as the Skeleton's head. He's hopping mad.

(CONTINUED)

CONTINUED:

GEEGA

Hey! Why don't you pick on someone your own size?!

He MEOWS AND MEOWS. The Skeleton pays no attention as it strips more away from the Anti-Gravity engines.

Geega, really steamed, SCREWS UP ALL THE ENERGY HE CAN AND LETS OUT A BIG LOUD --

BARK!

At that, the Skeleton LOOKS UP, STARTLED.

INT. SKELETON - CONTINUOUS

The action of the Skeleton looking up at Geega brings the Nanobrain within Tanner's grasp. He REACHES UP AND SNATCHES THE Nanobrain FROM ITS PLACE.

EXT. SKELETON - CONTINUOUS

THE SKELETON'S EYES INSTANTLY GO DEAD AS IT LOSES ITS POWER.

INT. SKELETON - CONTINUOUS

THE REMOVAL OF THE Nanobrain CAUSES THE NANOTECHNOLOGICAL FUNCTIONS OF THE SKELETON TO FAIL. IT IS NOW JUST A TOWERING STRUCTURE OF JUNK, NO LONGER INTELLIGENT OR BOUND TOGETHER, and it begins to FALL APART.

THE CABLES HOLDING TANNER AGAINST THE WALL INSTANTLY SNAP FREE AND TANNER PLUNGES INTO THE DARK ABYSS.

HE FALLS AND FALLS AND FALLS, UNTIL --

HE IS CAUGHT BY ASTROBOY, WHO APPEARS FROM OUT OF NOWHERE, SOARING UPWARD WITH HIM.

EXT. SKELETON - CONTINUOUS

The Skeleton begins to DISINTEGRATE, all the different machine parts CRUMBLING AND TUMBLING DOWNWARD.

INT. SKELETON - CONTINUOUS

Astroboy ZOOMS UPWARD, HOLDING TANNER IN HIS ARMS, AS THE SKELETON ROBOT DISINTEGRATES AROUND THEM.

(CONTINUED)

CONTINUED:

On the way he sees the GONDOLA TUMBLING DOWNWARD. He GRABS its support spur WITH HIS FOOT AND KEEPS FLYING UP. He finds a hole in the skin of the Skeleton and ZOOMS THROUGH IT.

EXT. SKY - CONTINUOUS

Astroboy ZOOMS THROUGH THE SKY, HOLDING TANNER in one hand and the GONDOLA by his foot. The passengers in the gondola GASP IN DISBELIEF.

EXT. ANTI-GRAVITY PLANT - CONTINUOUS

The SKELETON DISINTEGRATES and the tower of JUNK CASCADES DOWNWARD, RAINING DOWN ONTO THE PAVEMENT.

EXT. TANNER SQUARE - CONTINUOUS

Astroboy GENTLY DEPOSITS TANNER AND THE TRAIN on top of a nearby building, then turns and ZOOMS BACK TO THE ANTI-GRAVITY PLANT. The WATER LEVEL KEEPS RISING. People are now SWIMMING in the streets.

EXT. ANTI-GRAVITY TOWER - CONTINUOUS

Astroboy GRABS THE TOP OF THE ANTI-GRAVITY TOWER and PUTS HIS JETS ON MAXIMUM. THEY GLEAM WHITE-HOT as they struggle to keep the entire city from sinking into the ocean.

EXT. TANNER SQUARE - NIGHT

The city suddenly STOPS SINKING. The water level STOPS RISING. O'Shay and Kindly, treading water, look at each other -- now what?

The water level begins to DROP AGAIN. Water CASCADES FROM THE WINDOWS OF BUILDINGS.

EXT. OCEAN, LONG SHOT - CONTINUOUS

Metro City RISES MAJESTICALLY OUT OF THE WATER.

EXT. TANNER SQUARE - CONTINUOUS

The people of Metro City, in their dampened streets, look SHOCKED as their city LIFTS UP INTO THE AIR.

(CONTINUED)

CONTINUED:

Astroboy's jets GLEAM at the top of the Anti-Gravity Tower like a star at the top of a Christmas tree.

EXT. SHORE - CONTINUOUS

Astroboy CARRIES METRO CITY TO THE SHORE AND SETS IT DOWN.

EXT. TANNER SQUARE - DAY

Some time later. Tanner Square is somewhat repaired. New construction everywhere. The Anti-Gravity Plant is boarded up, with a huge PILE OF WRECKAGE in front.

Beautiful blue sky. In front of the Tanner Building, a celebration is underway. Thousands of people have gathered in Tanner Square.

On the steps of the Tanner Building, The MAYOR addresses the crowd. Astroboy, with Tanner, Geega, O'Shay and Kindly, stand in the background, humble but appreciative.

MAYOR

...and so we honor today this fine group,
this group of individuals, human and
robot, who, working together, saved our
city from destruction.

The crowd CHEERS. A CHANT BREAKS OUT: "ASTROBOY! ASTROBOY! ASTROBOY!"

The SCHOOL KIDS are DOWN FRONT, JUMPING UP AND DOWN. Astroboy trades looks with little AMIE, who seems perfectly SMITTEN with Astroboy.

Astroboy TURNS TO TANNER and HUGS HIM. Tanner gestures to the microphone. Astroboy walks up to the mike.

ASTROBOY

Thank you for your applause. But this
day, for me, is not complete. Because a
good friend of mine is gone.

SUDDENLY THE PILE OF WRECKAGE IN FRONT OF THE ANTI-GRAVITY PLANT SHIFTS. Everyone TURNS AND GASPS. SOMETHING IN THERE IS ALIVE.

EVERYONE IS READY TO RUN, WHEN FROM OUT OF THE WRECKAGE STEPS ZOG. He looks like he has a really bad hangover. He rubs his massive head.

ZOG

Zog head hurt.

(CONTINUED)

CONTINUED:

Everyone LAUGHS. The CROWD CHEERS. Geega JUMPS UP AND DOWN, BARKING.

EXT. CEMETARY - DAY

Tanner stands at the grave of his son TOBY. There is a large but solemn stone that says simply "TOBY -- SON." He places a FLOWER on the stone.

At a distance, Astroboy, Geega, Zog, O'Shay and Kindly watch him in his private moment of reconciliation.

EXT. SKYLINE, METRO CITY - DAY

Piercing blue sky. Metro City lies spread out, a vast, shining metropolis by a turquoise ocean. An urban paradise, safe, clean and beautiful.

A DOT appears on the horizon, moving fast, leaving a jet trail. It bobs and weaves in graceful arcs, coming towards us. Then, with a burst of SUPERSONIC SPEED, IT COMES AT US IN A STRAIGHT LINE.

It reveals itself to be ASTROBOY, moving FASTER THAN EVER, WATCHING OVER THE CITY, PROTECTING IT.

HE FLIES RIGHT AT US, FIST OUTWARD, STRONG, PROUD, INVINCIBLE. AT THE MOMENT WHERE HE WOULD IMPACT WITH THE CAMERA, we go to BLACK.